Form **990-PF**

Department of the Treasury

Internal Revenue Service

EXTENDED TO NOVEMBER 15, 2023 Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter social security numbers on this form as it may be made public.
Go to www.irs.gov/Form990PF for instructions and the latest information.

2022

For calendar year 2022 or tax year beginning and ending Name of foundation A Employer identification number HEADWATERS HEALTH FOUNDATION OF WESTERN MONTANA 81-1099715 Number and street (or P.O. box number if mail is not delivered to street address **B** Telephone number 406-926-6526 119 W MAIN ST City or town, state or province, country, and ZIP or foreign postal code C If exemption application is pending, check here MISSOULA, MT 59802 G Check all that apply: Initial return Initial return of a former public charity **D** 1. Foreign organizations, check here Final return Amended return 2. Foreign organizations meeting the 85% test, check here and attach computation Address change Name change X Section 501(c)(3) exempt private foundation **H** Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J Accounting method: Cash X Accrual If the foundation is in a 60-month termination Other (specify) (from Part II, col. (c), line 16) under section 507(b)(1)(B), check here ... 115,738,217. (Part I, column (d), must be on cash basis.) \$ Part I Analysis of Revenue and Expenses (d) Disbursements for charitable purposes (c) Adjusted net (a) Revenue and (b) Net investment (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).) expenses per books income income (cash basis only) 17,455,855 N/A Contributions, gifts, grants, etc., received if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 46,491 46,491 2,909,312 2,097,440 Dividends and interest from securities 5a Gross rents **b** Net rental income or (loss) 1,903,613. STATEMENT 1 6a Net gain or (loss) from sale of assets not on line 10 Gross sales price for all 18,060,405. b assets on line 6a 17,882,809. 7 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications Gross sales less returns 10a and allowances b Less: Cost of goods sold c Gross profit or (loss) -2,798,601 -326,853 STATEMENT 2 11 Other income 19,516,670, Total. Add lines 1 through 11 19,699,887. 12 759,860, 55,066. 645,244, 13 Compensation of officers, directors, trustees, etc. 14 Other employee salaries and wages 350,660, 2,119. 345,991. 175,271. 302,844 34,247 15 Pension plans, employee benefits 24,019. STMT 3 24,095. 26,164. Administrative Expenses 16a Legal fees STMT 4 126,270 52,785 63,135. **b** Accounting fees c Other professional fees STMT 5 709,782 734,963, 316,170. 17 Interest 19,851 19,851, 0. Taxes STMT 6 172,933 61,446. 0 18 Depreciation and depletion 64,250 0 19 74.142 0. 73,936. Occupancy 20 21 Travel, conferences, and meetings 221,607 0. 221,607. 22 Printing and publications 142 0. 142. 23 Other expenses STMT 7 484,673. 0. 436,082. 24 Total operating and administrative 3,311,109. 986,641. 2,301,597. expenses. Add lines 13 through 23 3,328,075. 25 Contributions, gifts, grants paid 3,328,075. 26 Total expenses and disbursements. 6,639,184 986,641 5,629,672. Add lines 24 and 25 27 Subtract line 26 from line 12: 12,877,486 a Excess of revenue over expenses and disbursements b Net investment income (if negative, enter -0-) 18,713,246 N/A c Adjusted net income (if negative, enter -0-)

23501 12-06-22 LHA For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end of year amounts only		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of year			
	ui t	column should be for end-of-year amounts only.	(a) Book Value	(b) Book Value	(c) Fair Market Value		
	1	Cash - non-interest-bearing	446,270.	593,969.	593,969.		
	2	Savings and temporary cash investments					
		Accounts receivable 80,553.					
	-	Less: allowance for doubtful accounts	52,731.	80,553.	80,553.		
	4	Pledges receivable	, -	, .			
	7	Less: allowance for doubtful accounts					
	_						
		Grants receivable					
	6	Receivables due from officers, directors, trustees, and other					
		disqualified persons					
	7	Other notes and loans receivable					
		Less; allowance for doubtful accounts					
ts		Inventories for sale or use					
Assets		Prepaid expenses and deferred charges					
Ä	10a	Investments - U.S. and state government obligations STMT 8	1,055,660.	4,118,812.	4,118,812.		
	b	Investments - corporate stock STMT 9	33,616,123.	33,906,421.	33,906,421.		
	C	Investments - corporate bonds STMT 10	7,650,602.	7,692,311.	7,692,311.		
	11	Investments - land, buildings, and equipment: basis					
		Less: accumulated depreciation					
	12	Investments - mortgage loans					
	13	Investments - other STMT 11	66,443,956.	66,321,371.	66,321,371.		
		Land, buildings, and equipment: basis 3,168,696.					
	17	Land, buildings, and equipment, basis	2,473,685.	3,024,780.	3,024,780.		
	15	Less: accumulated depreciation STMT 12 143,916.	2,173,003.	3,021,700.	3,021,700.		
		Other assets (describe)					
	16	Total assets (to be completed by all filers - see the	111 720 027	115 720 217	115 720 217		
		instructions. Also, see page 1, item I)	111,739,027.	115,738,217.	115,738,217.		
		Accounts payable and accrued expenses	14,455.	04,013.			
	18	Grants payable					
es	19	Deferred revenue					
iliti		Loans from officers, directors, trustees, and other disqualified persons					
Liabilities	21	Mortgages and other notes payable					
_	22	Other liabilities (describeSTATEMENT_13)	1,624,543.	2,117,115.			
	23	Total liabilities (add lines 17 through 22)	1,638,998.	2,181,930.			
		Foundations that follow FASB ASC 958, check here					
ces		and complete lines 24, 25, 29, and 30.					
nce	24	Net assets without donor restrictions	110,100,029.	113,556,287.			
ala	25	Net assets with donor restrictions					
d B		Foundations that do not follow FASB ASC 958, check here					
-un		and complete lines 26 through 30.					
or Fund Balan	26	Capital stock, trust principal, or current funds					
ts (27	Paid-in or capital surplus, or land, bldg., and equipment fund					
Net Assets	28	Retained earnings, accumulated income, endowment, or other funds					
tΑ	29	Total net assets or fund balances	110,100,029.	113,556,287.			
Ne							
	30	Total liabilities and net assets/fund balances	115,738,217.				
P	art	Analysis of Changes in Net Assets or Fund Bala	ances				
		net assets or fund balances at beginning of year - Part II, column (a), line 29			440		
	•			1 . 1	110,100,029.		
		amount from Part I, line 27a		12,877,486.			
		r increases not included in line 2 (itemize)	3	0.			
		ines 1, 2, and 3	4	122,977,515.			
		eases not included in line 2 (itemize) UNREALIZED LOSS ON INVEST	5	9,421,228.			
6	Total	net assets or fund balances at end of year (line 4 minus line 5) - Part II, colu	mn (b), line 29	6	113,556,287.		
					Form 990-PF (2022)		

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Part IV Capital Gains	and Losses for Tax on In	vestment Incor	ne				<u> </u>
	e the kind(s) of property sold (for exar varehouse; or common stock, 200 shs			(b) F	low acquired - Purchase - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECU	RITIES						
b ALTERNATIVE INVESTME							
C CAPITAL GAINS DIVIDE	NDS						
<u>d</u>							
<u>e</u>				Щ,			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or oth plus expense				(h) Gain or (loss ((e) plus (f) minus	
a 13,955,855			177,5	96.			13,778,259.
b 3,611,570							3,611,570.
<u>c</u> 492,980	•						492,980.
_d							
<u>e</u>							
Complete only for assets show	ing gain in column (h) and owned by t	he foundation on 12/3	1/69.			(k) but not less the	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of over col. (j),				ol. (k), but not less that Losses (from col.	
<u>a</u>							13,778,259.
b							3,611,570.
							492,980.
_d							
_e							
	capital loss) { If gain, also enter If (loss), enter -0 oss) as defined in sections 1222(5) an B, column (c). See instructions. If (loss)			. } }	2		17,882,809.
Dort Llina 0		,		J	3	N/A	
Part V Excise Tax Ba	sed on Investment Incom	e (Section 4940)(a), 49	40(k	o), or 4948 -	see instructio	ns)
1a Exempt operating foundations	described in section 4940(d)(2), check	ck here 👑 an	d enter "N	/A" on	line 1.		
Date of ruling or determinatio	n letter: (att	ach copy of letter if n	ecessary -	- see	instructions)	1	260,114.
b All other domestic foundation	s enter 1.39% (0.0139) of line 27b. Ex	empt foreign organizat	ions,				
enter 4% (0.04) of Part I, line	12, col. (b)]	
2 Tax under section 511 (dome	stic section 4947(a)(1) trusts and taxa	ble foundations only; o	thers, ent	ter -0-	•)	2	0.
							260,114.
	estic section 4947(a)(1) trusts and taxa						0.
	ome. Subtract line 4 from line 3. If ze	ro or less, enter -0-				. 5	260,114.
6 Credits/Payments:		Í					
	and 2021 overpayment credited to 20				201,64		
	- tax withheld at source		-			0.	
	extension of time to file (Form 8868)				125,00		
· · · · · · · · · · · · · · · · · · ·	sly withheld	6d				0.	206 640
7 Total credits and payments. A							326,649.
	ayment of estimated tax. Check here		ittached				121.
	and 8 is more than 7, enter amount of						CC 41 4
	te than the total of lines 5 and 8, enter	the amount overpaid					66,414.
11 Enter the amount of line 10 to	be: Credited to 2023 estimated tax		- 0	6,41	4. Refunde	d 11	0.

		п	CHELLMACKE	, 1111	ADIR FOUNDATION				
Form	n 990-PF (2	<u></u>	F WESTERN			81-109971	.5		Page 4
Pa	rt VI-A	Stateme	nts Regar	ardii	ng Activities				
1a	During the	tax year, did the	e foundation at	attem	npt to influence any national, state, or local legislation or did it participate or	intervene in		Yes	No
	any politic	al campaign?					1a		Х
b	Did it sper	nd more than \$10	00 during the y	e year	(either directly or indirectly) for political purposes? See the instructions for	the definition	1b		Х
	If the ansv	ver is "Yes" to 1a	or 1b , attach	ich a d	detailed description of the activities and copies of any materials published or	ſ			
	distributed	d by the foundati	on in connecti	ction v	with the activities.				
C	Did the for	undation file For	m 1120-POL f	. for tl	his year?		1c		Х
					expenditures (section 4955) imposed during the year:				
	(1) On th	e foundation.	\$		0. (2) On foundation managers. \$	0.			
е	Enter the r	eimbursement (foundation during the year for political expenditure tax imposed on foundat	ion			
	managers.								
2	Has the fo						2		х
		tach a detailed d	-						
3	•		•		previously reported to the IRS, in its governing instrument, articles of incorp	oration, or			
					s," attach a conformed copy of the changes		3		х
4a					gross income of \$1,000 or more during the year?		4a	Х	
					I-T for this year?		4b	Х	
5	Was there	a liquidation, ter	rmination, diss	ssolu	tion, or substantial contraction during the year?		5		х
•					eneral Instruction T.				
6					ting to sections 4941 through 4945) satisfied either:				
•		uage in the gover		•	- ,				
		•	•	-	s the governing instrument so that no mandatory directions that conflict with	the state law			
	-	-	-		, and goronning mentalities that no manuality directions that connect man		6	х	
7					ssets at any time during the year? If "Yes," complete Part II, col. (c), and Part		7	Х	
•	Did tilo lot	undation have at	ιοαστ φο,σσσ π) III uc	socio at any anno daring ano your. It is too, domptoto i art in, don (0), and i art		,		
8a	Enter the s	states to which th	he foundation	n rend	orts or with which it is registered. See instructions.				
- Ou	MT	states to willon t	io iodiidationi	пторс	The of with which it is registered. Oce motivations.				
h	If the answ	ver is "Ves" to lin	e 7 has the fo	found	lation furnished a copy of Form 990-PF to the Attorney General (or designate	<u> </u>			
			•		ction G? If "No," attach explanation	,	8b	х	
۵					e operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5		05		
3		•			? See the instructions for Part XIII. If "Yes," complete Part XIII	,	9		х
10					utors during the tax year? If "Yes," attach a schedule listing their names and address		10		x
					on, directly or indirectly, own a controlled entity within the meaning of	es	"		
''							11		x
10					e. See instructions Jonor advised fund over which the foundation or a disqualified person had a		 ''-		
12					·	,, ,	10		l x
10	,	tach statement.			appartian requirements for its appared returns and examption application?		12	х	
13		undation comply ddress WWW . F			spection requirements for its annual returns and exemption application?			Λ	Ь
4.4		agress www.r				ephone no. <u>406-926-6</u>	526		
14					ISSOULA, MT	21P+4 598			
15									$\overline{}$
15	Section 49	947(a)(1) Honexe	ampt charitable	vie tru	ısts filing Form 990-PF in lieu of Form 1041 - check here				

16

Yes No

16 At any time during calendar year 2022, did the foundation have an interest in or a signature or other authority over a bank,

See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the

securities, or other financial account in a foreign country?

foreign country

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time

had not been removed from jeopardy before the first day of the tax year beginning in 2022?

during the year?

Schedule C, to determine if the foundation had excess business holdings in 2022.)

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that

b If "Yes," did it have excess business holdings in 2022 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Form 4720,

Form 990-PF (2022) OF WESTERN MONTANA 81-1099715 Page 5 Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required Yes No File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 1a During the year, did the foundation (either directly or indirectly): Х (1) Engage in the sale or exchange, or leasing of property with a disqualified person? 1a(1) (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) 1a(3) (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? 1a(4) (5) Transfer any income or assets to a disqualified person (or make any of either available X for the benefit or use of a disqualified person)? 1a(5) (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after Х termination of government service, if terminating within 90 days.) 1a(6) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Х 1b c Organizations relying on a current notice regarding disaster assistance, check here d Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected Х before the first day of the tax year beginning in 2022? 1d 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5): a At the end of tax year 2022, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2022? Х 2a If "Yes," list the years b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A 2b c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.

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3a

3b

4a

Х

X

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Section Sect	Form 990-PF (2022) OF WESTERN MONTANA			81-10997	L 5	ŗ	Page 6	
\$6 During the year, did the foundation pay or incur any annuard to: (1) Carty on propagation, or otherwise attempt to influence objection (section 4945(s))? (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an organization of the than a charitable, etc., organization described in section 4945(s)(4)/4) See instructions (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of circuity to clinic or any analyses. 5 If Yes, 6 (1) (1) (3) (3) (4) (4) (4) (4) (4) (4) (4) (4) (4) (4	101111 000 11 (2022)	orm 4720 May Be R	equired (continu			<u>'</u>	ugo O	
(1) Carry on propagating, or otherwise attempt to influence legislation (section 4945(e))? (2) Influence in burdame of any specific public electricin (see section 4945(e)) or other similar purposes? (3) Provide a grant to an individual for taxel, study, or other similar purposes? (4) Provide a grant to an organization other than a character, city, organization described in section 4945(0)(4)(A)? See instructions (5) Provide for any purpose other than religious, charitable, city, organization described in section 4945(0)(4)(A)? See instructions (6) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruely to children or animals? It may assert systs 16 (1)(-6), day or the treascalations fail to qualify under the exceptions described in Regulations section 53.494 for in a current incline regarding diseaser assistance, fresh three 1 the answer is "Yes" to question 64, does the foundation claim exception from the tax because it maintained expenditure regarding diseaser assistance, fresh three 1 the answer is "Yes" to question 64, does the foundation sealers assistance, fresh three 1 three answer is "Yes" to question 64, does the foundation sealers assistance, fresh three 1 three is the student required by Regulations section 53.494-5-(d). 6 bit the foundation, during the year, receive any funds, directly or indirectly, to apy preniums on a personal benefit contract? 1 bit the foundation charing the year, pay premiums, directly or indirectly, on a personal benefit contract? 1 bit that is the foundation relieve any proceeds or here any not increased three three bases of the treatment of the section 490 facts on payment of three bases yet increases through the tax year, was the foundation aparty to a prohibited tax stellar transaction? 2 the text and officers, directors, Trustees, and Foundation subject to the section 490 fact as payment of the base of the boundation subject to the section 490 fact on payment of the base of t	5a During the year, did the foundation pay or incur any amount to:	<u>-</u>	. (00	<u></u>		Yes	No	
(2) Influence the outcome of any specific public electrice (see section 4955); or to carry on, directly or indirectly, any veter registration drever; (3) Provide a grant to an individual for trovel, study, or other similar purposes? (4) Provide a grant to an individual for trovel, study, or other similar purposes? (5) Provide for any purpose other than religious, chartable, scientific, lineary, or educational purposes, or for the prevention of crushly to futther on animals? (6) Provide for any purpose other than religious, chartable, scientific, lineary, or educational purposes, or for the prevention of crushly to futther on animals? (7) It is a section 53.49 for in a current notice regarding disease assistance, these there is a section 53.49 for in a current notice regarding disease assistance, these hore opportunities of the soundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contact? (8) Bit the soundation, during the year, receive any funds, directly or indirectly, or a personal benefit contact? (9) If Yes, did the foundation subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to a position 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to the science 4950 to an generalist of subject to a position 4950 to an generalist of subject to a position 495		1 4945(e))?			5a(1)		Х	
any voter registration driver? (3) Provide a grant to an organization other than a charitable, etc., organization described in section 4045(0)(4)(A)(A) See institutions (5) Provide or any purpose other than religious, charitable, scientific, library, or educational purposes, or for the prevention of cruelty to children or animals? 54(4) X 54(5) X 54(6) X 54(6) X 54(7) 54(8) X 55(8) I ary answers it's Yes to 54(1)-5(1) did any of the transactions fail to qualify under the exceptions described in Repulations section 53.4495 or in a current notice regarding disaster assistance, force, there is a companitation of the region of the current notice regarding disaster assistance, force, there is a companitation of the region of the current notice regarding disaster assistance, force, there is a companitation of the paral? 8 ES STATEMENT 15 5 In any answer exploration of the region of the current notice regarding disaster assistance, force, the current notice regarding disaster assistance, force is a companitation of the region of the current notice regarding disaster assistance, force is a companitation of the region of the region of the current notice regarding disaster assistance, force is a companitation of the region of the region of the region of the current of the section 300 tables of the region of t								
(3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an individual for travel, study, or other similar purposes? (5) Provide for any purpose other than religious, charitable, etc., organization described in section (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of curely to children or animals? b If any answer is 'Ves' to Self-1/-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section S3.4945 or in a current notice regarding disaster assistance, these here c Organizations relying on a current notice regarding disaster assistance, these here d If the answers it's 'ves' to question Gold-), does the loundation chain exemption from the tax because it maintained expenditure responsibility for the grant? If 'ves,' statch the statement required by Regulations section S4.4945-5(1). 5a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? b Did the foundation, during the year, receive any funds, directly or indirectly, on a personal benefit contract? b Lift 'ves' to Sel, life Form 870. 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 8 b the broundation subject to the section 4500 tax on payment(s) directly the Self-10s, life Form 870. 1 List all officers, directors, threeteen, and Contractors C Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." 2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE." 2 Compensation of five highest-paid employees (other than those included on line 1)	any voter registration drive?							
(4) Provide a grant to an organization other tiban a charitable, etc., organization described in section 49.456(4)/47 See instructions (5) Provide for any purpose other than retigious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children and animals? b If any answers 5 ver's to 56(1)-(5), did any of the instructions section 53.4945 or in a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions c Organizations retiging on a current notice regarding disaster assistance? See instructions a personal benefit contract? 6	(3) Provide a grant to an individual for travel, study, or other similar purposes?							
4945(d)(4)(A)(A)(A)(A)(A)(A)(A)(A)(A)(A)(A)(A)(A)								
(a) Name and address of each employee glother than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cuelly to or higher or arimans? b If any answer is "Yes" to Sa(1)-(5), did any of the transactions tail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions c Organizations relying on a current notice regarding disaster assistance, check here d If the answer is "Yes" to question 54(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 15 5					5a(4)	х		
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d If the answer is 'Yes' in question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If 'Yes', attach the statement required by Regulations section 53.4945-5(d). 5a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? b If 'Yes' to 6b, file Form 8870. 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If 'Yes', did the foundation receive any proceeds or have any net income attributable to the transaction? 8 Is the foundation subject to the section 4960 tax on payment(s) during the year? Part VII Information Aboutt Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors 1 List all officers, directors, trustees, and foundation managers and their compensation. 2 Compensation of five highest-paid employees (other than those included on line 1), If none, enter "NONE." (a) Name and address of each employee paid more than \$50,000 (b) Tille, and average hours pay week for the paid, enter of the paid, en								
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ASHLEY N SHAW	2 Compensation of five highest-paid employees (other than those inc	luded on line 1). If none,	enter "NONE."	l				
ASHLEY N SHAW	(-) Name and address of each arrelance and arrest than \$50,000	(b) Title, and average	() Comercial!	(d) Contributions	to Ins			
ASHLEY N SHAW 119 W MAIN STREET, MISSOULA, MT 59802 40.00 85,598. 6,834. 0. STEPHANIE SCHILLING EVALUATION AND OPERATIONS ASSOCIATE 119 W MAIN STREET, MISSOULA, MT 59802 40.00 85,395. 4,524. 0. CARI L CUFFNEY PROGRAM OFFICER 119 W MAIN STREET, MISSOULA, MT 59802 40.00 79,599. 6,589. 0. ROBYN E WINDHAM COMMUNICATIONS SPECIALIST 119 W MAIN STREET, MISSOULA, MT 59802 40.00 72,454. 7,803. 0. MARGUERITE SELDIN JIMENEZ EVALUATION AND OPERATIONS ASSOCIATE 119 W MAIN STREET, MISSOULA, MT 59802 40.00 51,750. 3,105. 0.	(a) Name and address of each employee paid more than \$50,000		(c) Compensation	and deferred	a			
### STEPHANIE SCHILLING EVALUATION AND OPERATIONS ASSOCIATE	ASHLEY N SHAW	PROGRAM OFFICER						
119 W MAIN STREET, MISSOULA, MT 59802 40.00 85,395. 4,524. 0. CARI L CUFFNEY PROGRAM OFFICER 119 W MAIN STREET, MISSOULA, MT 59802 40.00 79,599. 6,589. 0. ROBYN E WINDHAM COMMUNICATIONS SPECIALIST 119 W MAIN STREET, MISSOULA, MT 59802 40.00 72,454. 7,803. 0. MARGUERITE SELDIN JIMENEZ EVALUATION AND OPERATIONS ASSOCIATE 119 W MAIN STREET, MISSOULA, MT 59802 40.00 51,750. 3,105. 0.	119 W MAIN STREET, MISSOULA, MT 59802	40.00	85,598.	6,83	4.		0.	
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119 W MAIN STREET, MISSOULA, MT 59802	119 W MAIN STREET, MISSOULA, MT 59802	40.00	85,395.	4,52	4.		0.	
ROBYN E WINDHAM 119 W MAIN STREET, MISSOULA, MT 59802 A0.00 ARRGUERITE SELDIN JIMENEZ EVALUATION AND OPERATIONS ASSOCIATE 119 W MAIN STREET, MISSOULA, MT 59802 40.00 51,750. 3,105. 0.		PROGRAM OFFICER	,	,				
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MARGUERITE SELDIN JIMENEZ EVALUATION AND OPERATIONS ASSOCIATE 119 W MAIN STREET, MISSOULA, MT 59802 40.00 51,750. 3,105. 0.		1		7.80	3.		0.	
119 W MAIN STREET, MISSOULA, MT 59802 40.00 51,750. 3,105. 0.			 	,	+			
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Form 990-PF (2022) OF WESTERN MONTANA 81-1099715 Page 7 Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued) 3 Five highest-paid independent contractors for professional services. If none, enter "NONE." (a) Name and address of each person paid more than \$50,000 (c) Compensation (b) Type of service FSG INC 1411 4TH AVENUE 12TH FLOOR, SEATTLE, WA 98101 INVESTMENT MANAGEMENT 129,516. GECKO DESIGNS* 523 N HIGGINS AVENUE, MISSOULA, MT 59802 CONSULTING 72,194. MOSS ADAMS LLP - 805 SW BROADWAY STREET SUITE 1200, PORTLAND, OR 97205 AUDIT AND TAX 67,240. PHILANTHROPY NORTHWEST INC - 600 UNIVERSITY STREET, SUITE 1725, SEATTLE, WA 98101 CONSULTING 61,984. WIPFLI LLP 101 E FRONT STREET, MISSOULA, MT 59802 BOOKKEEPING 59,030. Total number of others receiving over \$50,000 for professional services Part VIII-A Summary of Direct Charitable Activities List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the **Expenses** number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. Part VIII-B | Summary of Program-Related Investments Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2. Amount

Form **990-PF** (2022)

Total. Add lines 1 through 3

All other program-related investments. See instructions.

OF WESTERN MONTANA

P	art IX Minimum Investment Return (All domestic for	oundations must complete	this part. Foreign fo	undations, s	see instructions.)
1	Fair market value of assets not used (or held for use) directly in carrying of	out charitable, etc., purposes:			
а	Average monthly fair market value of securities	1a	37,067,051.		
	Average of monthly cash balances	1b	1,122,305.		
C	Fair market value of all other assets (see instructions)	1c	66,321,371.		
	Total (add lines 1a, b, and c)			1d	104,510,727.
е	Reduction claimed for blockage or other factors reported on lines 1a and				
	1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	104,510,727.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for	or greater amount, see instruc	tions)	4	1,567,661.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3			5	102,943,066.
6				6	5,147,153.
P	art X Distributable Amount (see instructions) (Section	n 4942(j)(3) and (j)(5) private		and certain	
_	foreign organizations, check here and do not compl	· /			
1	Minimum investment return from Part IX, line 6			1	5,147,153.
2a	Tax on investment income for 2022 from Part V, line 5	2a	260,114.	1	
b	Income tax for 2022. (This does not include the tax from Part V.)	2b	1,169.		064 000
C	Add lines 2a and 2b			2c	261,283.
3	Distributable amount before adjustments. Subtract line 2c from line 1 \dots			3	4,885,870.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	4,885,870.
6	Deduction from distributable amount (see instructions)			6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here	and on Part XII, line 1		7	4,885,870.
P	art XI Qualifying Distributions (see instructions)				
1	Amounts paid (including administrative expenses) to accomplish charitab				
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	5,629,672.		
b	Program-related investments - total from Part VIII-B	1b	0.		
2	Amounts paid to acquire assets used (or held for use) directly in carrying	2			
3	Amounts set aside for specific charitable projects that satisfy the:				
а	Suitability test (prior IRS approval required)			3a	
b	Cash distribution test (attach the required schedule)			3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part	4	5,629,672.		

5,629,672. Form **990-PF** (2022) OF WESTERN MONTANA

Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2021	(c) 2021	(d) 2022
1 Distributable amount for 2022 from Part X,				4 005 070
line 7 2 Undistributed income, if any, as of the end of 2022:				4,885,870.
a Enter amount for 2021 only			0.	
b Total for prior years:		0.		
Excess distributions carryover, if any, to 2022:		0.		
a From 2017				
b From 2018				
c From 2019				
d From 2020				
e From 2021 5,315,539.				
f Total of lines 3a through e	5,315,539.			
4 Qualifying distributions for 2022 from				
Part XI, line 4: \$ 5,629,672.			0	
a Applied to 2021, but not more than line 2a			0.	
b Applied to undistributed income of prior		0.		
years (Election required - see instructions)		0,		
c Treated as distributions out of corpus	0.			
(Election required - see instructions) d Applied to 2022 distributable amount	0.			4,885,870.
e Remaining amount distributed out of corpus	743,802.			2,000,070.
Excess distributions carryover applied to 2022 (If an amount appears in column (d), the same amount	•			
must be shown in column (a).) 6 Enter the net total of each column as	0.			0.
indicated below:	6 050 241			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	6,059,341.			
b Prior years' undistributed income. Subtract		0.		
line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which				
the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable				
amount - see instructions		0.		
e Undistributed income for 2021. Subtract line				
4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2022. Subtract				
lines 4d and 5 from line 1. This amount must				0.
be distributed in 2023 7 Amounts treated as distributions out of				0,
corpus to satisfy requirements imposed by				
section 170(b)(1)(F) or 4942(g)(3) (Election				
may be required - see instructions)	0.			
8 Excess distributions carryover from 2017				
not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2023.				
Subtract lines 7 and 8 from line 6a	6,059,341.			
10 Analysis of line 9:				
a Excess from 2018				
b Excess from 2019				
c Excess from 2020				
d Excess from 2021 5,315,539.				
e Excess from 2022 743,802.				

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Part XIII	Private Operating Fo	oundations (see ins	structions and Part VI-A	A, question 9)	N/A				
1 a If the fou	indation has received a ruling or	determination letter that	it is a private operating						
foundation, and the ruling is effective for 2022, enter the date of the ruling									
	b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)								
	lesser of the adjusted net	Tax year		Prior 3 years					
income f	rom Part I or the minimum	(a) 2022	(b) 2021	(c) 2020	(d) 2019	(e) Total			
investme	ent return from Part IX for								
each yea	r listed								
-	35) of line 2a								
,	g distributions from Part XI,								
	r each year listed								
	included in line 2c not								
	ectly for active conduct of								
	ictivities								
	g distributions made directly								
•	conduct of exempt activities.								
	line 2d from line 2c								
3 Complete	e 3a, b, or c for the								
	ve test relied upon: alternative test - enter:								
	e of all assets								
	e of assets qualifying								
(2) valu	er section 4942(j)(3)(B)(i)								
	nent" alternative test - enter								
shown in	inimum investment return Part IX, line 6, for each year								
	" alternative test - enter:								
• • • • • • • • • • • • • • • • • • • •	I support other than gross								
	stment income (interest,								
	dends, rents, payments on								
	rities loans (section (a)(5)), or royalties)								
	port from general public								
and	5 or more exempt								
orga sect	inizations as provided in ion 4942(j)(3)(B)(iii)								
	jest amount of support from								
an e	xempt organization								
(4) Gros	ss investment income								
Part XIV	Supplementary Info			the foundation	had \$5,000 or mor	e in assets			
	at any time during the	าe year-see instrเ	uctions.)						
1 Informa	ation Regarding Foundation	n Managers:							
	managers of the foundation who only if they have contributed m			ibutions received by the	foundation before the close	e of any tax			
NONE									
	managers of the foundation who ity) of which the foundation has			or an equally large portio	n of the ownership of a pa	rtnership or			
NONE									
2 Informa	ation Regarding Contribution	on, Grant, Gift, Loan,	Scholarship, etc., Pro	ograms:					
Check he	ere 🔲 if the foundation	only makes contribution	s to preselected charitable	e organizations and does	not accept unsolicited req	juests for funds. If			
the found	dation makes gifts, grants, etc.,	to individuals or organiza	tions under other condition	ons, complete items 2a,	b, c, and d.				
a The nam	e, address, and telephone numb	er or email address of the	e person to whom applica	ations should be address	ed:				
VISIT WEBS	SITE FOR MOST CURRENT	INFO, 406-926-6	526						
283 W FROM	283 W FRONT ST, MISSOULA, MT 59802								
	b The form in which applications should be submitted and information and materials they should include: VISIT WEBSITE FOR MOST CURRENT INFO WWW.HEADWATERSMT.ORG								
c Any subr	nission deadlines:								
	SITE FOR MOST CURRENT rictions or limitations on awards			kinds of institutions or o	other factors:				
•	d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: VISIT WEBSITE FOR MOST CURRENT INFO WWW.HEADWATERSMT.ORG								

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Part XIV Supplementary Information (continued) Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient a Paid during the year A VOICE GENERAL OPERATING ÞС PO BOX 832 PABLO, MT 59855 7,500. ALBERTON SCHOOL GOV GENERAL OPERATING PO BOX 330 ALBERTON, MT 59820 7,500. ALL NATIONS HEALTH CENTER PC GENERAL OPERATING 830 W CENTRAL AVE MISSOULA, MT 59801 100,000. ANACONDA JR HIGH SCHOOL GOV GENERAL OPERATING 1410 WEST PARK AVE ANACONDA, MT 59711 7,500. GENERAL OPERATING ANACONDA MINISTERIAL PROJECT CARE PC PO BOX 1280 ANACONDA, MT 59711 3,000. SEE CONTINUATION SHEET(S) 3,328,075. Total 3a **b** Approved for future payment NONE Total

Part XV-A Analysis of Income-Producing Activities

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Enter gross amounts unless otherwise indicated.	Unrelated	business income		ded by section 512, 513, or 514	(e)
	(a) Business code	(b) Amount	(C) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:	Code		couc		
a b	_				
	_				
c					
d					
e	_				
g Fees and contracts from government agencies					
2 Membership dues and assessments					
2 Interest on sovings and temperary each					
investments			14	46,491.	
investments 4 Dividends and interest from securities	901101	225.	14	2,909,087.	
5 Net rental income or (loss) from real estate:				·	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal					
property					
7 Other investment income					
8 Gain or (loss) from sales of assets other					
than inventory	901101	9,214.	18	1,894,399.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a ALTERNATIVE INVESTMENTS	901101	37,831.	14	-2,836,432.	
b					
C					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		47,270.		2,013,545.	
13 Total. Add line 12, columns (b), (d), and (e)				13	2,060,815.
(See worksheet in line 13 instructions to verify calculations.					

Part XV-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No.	the foundation's exempt purposes (other than by providing funds for such purposes).

81-1099715 Part XVI Information Regarding Transfers to and Transactions and Relationships With Noncharitable

		Exempt Organ	izations							
1	Did the o	rganization directly or indir	rectly engage in any	of the followin	ng with any other organization	on described in sect	ion 501(c)		Yes	No
(other than section 501(c)(3) organizations) or in section 527, relating to political organizations?										
а	Transfers	from the reporting founda	ation to a noncharital	ole exempt org	ganization of:					
	(1) Cash	1						1a(1)		X
(2) Other assets										X
b	Other tra									
(1) Sales of assets to a noncharitable exempt organization								1b(1)		Х
										X
										X
	(4) Rein	bursement arrangements						1b(4)		X
	(5) Loan	s or loan quarantees						1b(5)		X
	(6) Perf	ormance of services or me	mbership or fundrais	sing solicitatio	ns			1b(6)		X
c					ployees					X
					dule. Column (b) should al				ets	
•		•		-	ed less than fair market valu	-	-		010,	
		d) the value of the goods,				,		,		
(a) ∟	ine no.	(b) Amount involved			e exempt organization	(d) Descriptio	n of transfers, transaction	ns, and sharing arra	angemen	ts
,		()	()	N/A	1 0			· <u> </u>		
						_				
						+				
	la tha fair	and a discount of the alternation	de a Militar al contra							
2a					or more tax-exempt organi				v	٦
				CTION 52/?				Yes	Δ	No
b	If "Yes," c	omplete the following sche			(h) Type of examination	I	(a) Description of re	lationahin		
		(a) Name of org	janization		(b) Type of organization		(c) Description of re	iationship		
		N/A								
	امطا	er nenalties of perium. I doctore	that I have evamined the	e return includia	g accompanying schedules and s	statements and to the	nest of my knowledge			
e:					n taxpayer) is based on all inform			May the IRS or return with the		
Sign Here					1			shown below	? See ins	tr.
						TREASURER		_ X Yes		. No
	Sig	nature of officer or trustee		I Duana	Date	Title	Chook :t I	DTIN		
		Print/Type preparer's na	une	Preparer's s	ignature	Date		PTIN		
Pa	id						self- employed	-00115		
		WENDY CAMPOS		WENDY CAM	IPOS	11/06/23	1	P00448102		
	eparer	Firm's name MOSS A	DAMS LLP				Firm's EIN 91	-0189318		
US	e Only	F								
				TE 1400						
		PORTI	LAND, OR 97205	j			Phone no. 503	-242-1447		
						Form 99 0)-PF	(2022)		