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As Amended

Form **990-PF**

# Return of Private Foundation or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation

OMB No 1545-0052

**2007**Department of the Treasury  
Internal Revenue Service

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2007, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS  
label.  
Otherwise,  
print  
or type.  
See Specific  
Instructions.

Name of foundation

**GATES FAMILY FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address)

**3575 Cherry Creek North Drive**

Room/suite

**100**

City or town, state, and ZIP code

**Denver****CO****80209**

A Employer identification number

**84-0474837**

B Telephone number (see page 10 of the instructions)

**(303) 722-1881**C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test,  
check here ☐E If private foundation status was terminated  
under section 507(b)(1)(A), check here ☐F If the foundation was terminated under section 507(b)(1)(B), check here ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation  
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationI Fair market value of all assets at end  
of year (from Part II, col. (c),  
line 16) **\$ 509,015,727**J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis.)

## Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

(a) Revenue and  
expenses per  
books(b) Net investment  
income(c) Tax-exempt  
income(d) Disbursements  
for charitable  
purposes  
(cash basis only)

1	Contributions, gifts, grants, etc., received (attach schedule)	12,274,018			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	141,323	141,323		
4	Dividends and interest from securities	6,736,144	6,736,144		
5 a	Gross rents				
b	Net rental income or (loss)				
6 a	Net gain or (loss) from sale of assets not on line 10	63,505,514			
b	Gross sales price for all assets on line 6a	63,505,514			
7	Capital gain net income (from Part IV, line 2)		63,505,514		
8	Net short-term capital gain				
9	Income modifications				
10 a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule) <b>Statement 1</b>	53,887	53,887		
12	Total. Add lines 1 through 11	82,710,886	70,436,868	0	
13	Compensation of officers, directors, trustees, etc.	359,922	43,178		316,744
14	Other employee salaries and wages	221,803			221,803
15	Pension plans, employee benefits	178,836	14,033		164,803
16 a	Legal fees (attach schedule) <b>Statement 1</b>	3,144			3,144
b	Accounting fees (attach schedule) <b>Statement 1</b>	17,860	3,981		13,879
c	Other professional fees (attach schedule) <b>Statement 1</b>	1,105,545	1,100,345		5,200
17	Interest				
18	Taxes (attach schedule) <b>Statement 1</b>	1,218,284			
19	Depreciation (attach schedule) and depletion				
20	Occupancy	25,830	662		25,168
21	Travel, conferences, and meetings	26,488	37		26,451
22	Printing and publications	7,952	347		7,605
23	Other expenses (attach schedule) <b>Statement 1</b>	118,390	560		117,830
24	Total operating and administrative expenses. Add lines 13 through 23	3,284,054	1,163,143	0	902,627
25	Contributions, gifts, grants paid	18,638,168			18,638,168
26	Total expenses and disbursements. Add lines 24 and 25	21,922,222	1,163,143	0	19,540,795
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	60,788,664			
b	Net investment income (if negative, enter -0-)		69,273,725		
c	Adjusted net income (if negative, enter -0-)			0	

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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(HTA)

**Part II Balance Sheets**

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	412,057	6,828,565	6,828,565
	3 Accounts receivable			
	Less: allowance for doubtful accounts			
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule) <b>Statement 2</b>	318,310,455	344,553,510	415,090,841
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis			
Less: accumulated depreciation (attach schedule)				
12 Investments—mortgage loans				
13 Investments—other (attach schedule) <b>Statement 2</b>	50,852,526	78,981,607	87,096,321	
14 Land, buildings, and equipment: basis				
Less: accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	369,575,038	430,363,682	509,015,727	
<b>Liabilities</b>	17 Accounts payable and accrued expenses	129	109	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 <b>Total liabilities</b> (add lines 17 through 22)	129	109	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	369,574,909	430,363,573	
	30 <b>Total net assets or fund balances</b> (see page 17 of the instructions)	369,574,909	430,363,573	
31 <b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions)	369,575,038	430,363,682		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	369,574,909
2 Enter amount from Part I, line 27a	2	60,788,664
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	430,363,573
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	430,363,573

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a Statement 3</b>			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

  

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a</b> 63,505,514			63,505,514
<b>b</b>			0
<b>c</b>			0
<b>d</b>			0
<b>e</b>			0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>a</b>		0	63,505,514
<b>b</b>		0	0
<b>c</b>		0	0
<b>d</b>		0	0
<b>e</b>		0	0

  

<b>2</b> Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	<b>2</b>	63,505,514
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8 }	<b>3</b>	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No  
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.**1** Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2006	13,743,980	411,034,296	0.033438
2005	11,780,593	286,907,728	0.041061
2004	8,743,150	242,826,378	0.036006
2003	9,736,649	197,755,604	0.049236
2002	9,443,149	185,194,663	0.050990

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.210731
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	<b>3</b>	0.042146
<b>4</b> Enter the net value of noncharitable-use assets for 2007 from Part X, line 5	<b>4</b>	485,651,384
<b>5</b> Multiply line 4 by line 3	<b>5</b>	20,468,263
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	692,737
<b>7</b> Add lines 5 and 6	<b>7</b>	21,161,000
<b>8</b> Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.	<b>8</b>	19,540,795

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1.Date of ruling letter: N/A (attach copy of ruling letter if necessary—see instructions)b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

a 2007 estimated tax payments and 2006 overpayment credited to 2007

b Exempt foreign organizations—tax withheld at source

c Tax paid with application for extension of time to file (Form 8868)

d Backup withholding erroneously withheld

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be. Credited to 2008 estimated tax

Refunded

**Part VII-A Statements Regarding Activities**

1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?

If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities

c Did the foundation file Form 1120-POL for this year?

d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:

(1) On the foundation. ☐ \$ 0 (2) On foundation managers ☐ \$ 0e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☐ \$ 0

2 Has the foundation engaged in any activities that have not previously been reported to the IRS?

If "Yes," attach a detailed description of the activities.

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

If "Yes," attach the statement required by General Instruction T

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.

8 a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ CO

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV on page 27)?

If "Yes," complete Part XIV

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

**Part VII-A** Statements Regarding Activities (continued)

11a	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. (see page 20 of the instructions)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	11b	N/A	N/A
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address **gatesfamilyfoundation.org**

14 The books are in care of **Gates Family Foundation** Telephone no **(303) 722-1881**  
 Located at **3575 Cherry Creek North Drive #100 Denver CO** ZIP+4 **80209-3600**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ☐  
 and enter the amount of tax-exempt interest received or accrued during the year **15** N/A

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required

**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(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 termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?	1c	X
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 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
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 page 22 of the instructions)	2b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <b>20</b> , <b>20</b> , <b>20</b> , <b>20</b>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2007 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 Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.)	3b	N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?	4b	X

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No **N/A**

If "Yes," attach the statement required by Regulations section 53.4945–5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** X

If you answered "Yes" to 6b, also file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b** N/A N/A

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see page 23 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 4		359,922	74,973	1,446

**2** Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Lisa Flores 3575 Cherry Creek North Dr., #100, Denver, CO 80209	Program Officer 40.00	95,371	16,210	0
Karen Mather 3575 Cherry Creek North Dr., #100, Denver, CO 80209	Program Officer 40.00	82,874	21,471	0

Total number of other employees paid over \$50,000 ☐ 0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter

"NONE." (a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Schneider Capital Management 460 E. Swedesford Rd., Ste. 2000, Wayne PA 19087	Investment Manager	408,528
Next Century Growth Investors, LLC 5500 Wayzata Blvd., Ste 1275, Minneapolis MN 55416	Investment Manager	551,900
Watershed Investment Consultants 6400 S. Fiddler's Green Cir., Ste 2050, Greenwood Village CO 80112	Investment Manager	79,004
State Street Global Advisors One Market St., Ste. 1700, San Francisco CA 94105	Investment Manager	53,528

Total number of others receiving over \$50,000 for professional services ▶ 0

**Part IX-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 number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 None	
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 None	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 <span style="float: right;">▶</span>	0



**Part XI** Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	488,515,513
b	Average of monthly cash balances	1b	4,531,577
c	Fair market value of all other assets (see page 25 of the instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	493,047,090
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	493,047,090
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see page 25 of the instructions)	4	7,395,706
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	485,651,384
6	Minimum investment return. Enter 5% of line 5	6	24,282,569

**Part XII** Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	24,282,569
2a	Tax on investment income for 2007 from Part VI, line 5	2a	1,385,475
b	Income tax for 2007. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,385,475
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,897,094
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,897,094
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	22,897,094

**Part XIII** Qualifying Distributions (see page 26 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	19,540,795
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	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 V, line 8, and Part XIII, line 4	4	19,540,795
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	19,540,795

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

**Part XIII** Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
<b>1</b> Distributable amount for 2007 from Part XI, line 7				22,897,094
<b>2</b> Undistributed income, if any, as of the end of 2006				
<b>a</b> Enter amount for 2006 only			19,141,318	
<b>b</b> Total for prior years: 20 03, 20 04, 20 05				
<b>3</b> Excess distributions carryover, if any, to 2007:				
<b>a</b> From 2002	NONE			
<b>b</b> From 2003	NONE			
<b>c</b> From 2004	NONE			
<b>d</b> From 2005	NONE			
<b>e</b> From 2006	NONE			
<b>f</b> Total of lines 3a through e	0			
<b>4</b> Qualifying distributions for 2007 from Part XII, line 4: ► \$ 19,540,795				
<b>a</b> Applied to 2006, but not more than line 2a			19,141,318	
<b>b</b> Applied to undistributed income of prior years (Election required—see page 27 of the instructions)				
<b>c</b> Treated as distributions out of corpus (Election required—see page 27 of the instructions)				
<b>d</b> Applied to 2007 distributable amount				399,477
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0		
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions		0		
<b>e</b> Undistributed income for 2006 Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions			0	
<b>f</b> Undistributed income for 2007 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				22,497,617
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
<b>8</b> Excess distributions carryover from 2002 not applied on line 5 or line 7 (see page 27 of the instructions)				
<b>9</b> Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	0			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2003				
<b>b</b> Excess from 2004				
<b>c</b> Excess from 2005				
<b>d</b> Excess from 2006				
<b>e</b> Excess from 2007				



**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a</b> Paid during the year Statement 5	N/A	Public Charity	See Statement 5	18,638,168
<b>Total</b>			▶ <b>3a</b>	18,638,168
<b>b</b> Approved for future payment Payments for 2008	N/A	Public Charity	See Statement 5	18,264,622
Payments for 2009	N/A	Public Charity	See Statement 5	7,664,500
Payments for 2010	N/A	Public Charity	See Statement 5	1,150,000
Payments for 2011	N/A	Public Charity	See Statement 5	100,000
<b>Total</b>			▶ <b>3b</b>	27,179,122

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See page 28 of the instructions )
<b>1</b> Program service revenue:					
<b>a</b> _____					
<b>b</b> _____					
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>f</b> _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments					
<b>3</b> Interest on savings and temporary cash investments			14	141,323	
<b>4</b> Dividends and interest from securities			14	6,736,144	
<b>5</b> Net rental income or (loss) from real estate:					
<b>a</b> Debt-financed property					
<b>b</b> Not debt-financed property					
<b>6</b> Net rental income or (loss) from personal property					
<b>7</b> Other investment income					
<b>8</b> Gain or (loss) from sales of assets other than inventory			18	63,505,514	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory					
<b>11</b> Other revenue: <b>a</b> <u>Securities lending</u>			14	6,912	
<b>b</b> <u>Directed commissions</u>			14	46,975	
<b>c</b> _____					
<b>d</b> _____					
<b>e</b> _____					
<b>12</b> Subtotal. Add columns (b), (d), and (e)		0		70,436,868	0
<b>13</b> Total. Add line 12, columns (b), (d), and (e)				13	70,436,868

(See worksheet in line 13 instructions on page 29 to verify calculations.)

## Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]



**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

Supplementary Information for  
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No 1545-0047

**2007**

Name of organization

Employer identification number

**GATES FAMILY FOUNDATION**

84-0474837

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule—see instructions.)

**General Rule—**

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. (Complete Parts I and II.)

**Special Rules—**

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. (Complete Parts I, II, and III.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) . . . . . ▶ \$ \_\_\_\_\_

**Caution:** Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

## Name of organization

GATES FAMILY FOUNDATION

## Employer identification number

84-0474837

**Part I** Contributors (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
<u>1</u>	Charles C. Gates Trust 3575 Cherry Creek North Dr., Ste. 200 Denver CO 80209 Foreign State or Province: _____ Foreign Country: _____	\$ 12,274,018	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>2</u>	_____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>3</u>	_____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>4</u>	_____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>5</u>	_____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<u>6</u>	_____ _____ Foreign State or Province: _____ Foreign Country: _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

GATES FAMILY FOUNDATION

Employer identification number .

84-0474837

**Part II**    **Noncash Property (See Specific Instructions.)**

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	N/A _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization <b>GATES FAMILY FOUNDATION</b>	Employer identification number <b>84-0474837</b>
--	---

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than \$1,000 for the year. (Complete columns (a) through (e) and the following line entry.)  
For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once—see instructions.) ▶ \$ 0

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<u>1</u>	N/A		
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For. Prov. Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For. Prov. Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For. Prov. Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For. Prov. Country			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
For. Prov. Country			

**GATES FAMILY FOUNDATION**  
**SCHEDULE TO FORM 990PF**  
**For the Year Ended December 31, 2007**

**84-0474837**  
**Statement 2**

**PART II, Line 10, Investments**

Description	Book Value	Fair Market Value
b. Corporate stock:		
S&P 500 Index Securities Lending Common Trust Fund	\$ 103,813,920	122,289,806
Next Century	48,904,394	62,471,745
Artisan Partners	55,231,588	70,962,283
Dodge & Cox	65,898,339	83,941,512
Schneider Capital	46,677,379	51,373,289
PIMCO	24,027,890	24,052,206
	<u>\$ 344,553,510</u>	<u>415,090,841</u>

**PART II, Line 13, Other Investments**

Quellos Hedge Fund of Funds	\$ 67,395,273	75,956,393
Cody Company LLP	1,788,250	1,662,776
Mesirow Financial	5,914,825	5,682,462
FLAG Venture Offshore Partners VI	663,548	582,107
FLAG Private Offshore Equity III	1,626,871	1,575,890
FLAG International Offshore Partners	796,000	867,977
Commonfund Capital Natural Resources Partners VII, L.P.	390,917	383,827
Commonfund Capital International Partners VI, L.P.	226,957	221,937
Commonfund Capital Private Equity Partners VII, L.P.	117,091	103,864
Commonfund Capital Venture Partners VIII, L.P.	61,875	59,088
	<u>\$ 78,981,607</u>	<u>87,096,321</u>

The book value of the above investments is reported at cost.

**GATES FAMILY FOUNDATION**  
**SCHEDULE TO FORM 990PF**  
**For the Year Ended December 31, 2007**

**84-0474837**  
**Statement 3**

**PART IV, Line 1, Capital Gains and Losses**

Description	Gain or (loss)
Gain on sale of S&P 500 Index Fund	\$ 9,384,687
Gain on sale of Next Century investments	16,863,449
Gain on sale of Schneider Capital investments	8,032,636
Gain on sale of Artisan investments	13,597,964
Gain on sale of Dodge & Cox	4,163,245
Gain on sale of Quellos	11,395,273
Gain on sale of FLAG Private Offshore Equity III	27,389
Gain on sale of Commonfund Capital Natural Resources Partners VII, L.P.	2,131
Gain on sale of Mesirow Financial	38,386
Other gain on sale	354
	\$ <u>63,505,514</u>

**GATES FAMILY FOUNDATION**

84-0474837

**PART VIII Information About Officers, Directors, Trustees  
and Foundation Managers**

Statement 4

**For the Year Ended December 31, 2007**

Name and Address	Title, and Average Hours per week devoted to position	Contributions to employee plans	Expense account, other allowances	Compensation (If not paid, enter 0)
Valerie Gates Denver, Colorado	Trustee 1.5	-	-	-
Christina H. Turissini Denver, Colorado	Asst Treas/Asst Secy Comptroller-40	21,945	-	89,650
Charles G. Cannon Evergreen, Colorado	Vice President/Trustee 1.5	-	-	-
Mike Wilfley Denver, Colorado	Trustee 1.5	-	-	-
George B. Beardsley Englewood, Colorado	Trustee 1.5	-	-	-
Diane G. Wallach Denver, Colorado	President/Trustee 1.5	-	-	-
Donald M. Elliman, Jr. Denver, CO	Trustee 1.5	-	-	-
Thomas C. Stokes (note 1) Denver, Colorado	Treasurer/Trustee 1.5	-	-	11,624
C. Thomas Kaesemeyer Denver, Colorado	Executive Director, Sec'y 40	53,028	1,446	258,648
		74,973	1,446	359,922

The address for all of the above is 3575 Cherry Creek North Drive, #100, Denver, CO 80209.

Note 1: Mr. Stokes retired in July, 1996 and started receiving direct retirement payments from the Foundation in August, 1996.

Gates Family Foundation  
Form 990-PF, Part XV, Line b - Approved for Future Payment  
Form 990-PF, Part XV, Line a - Grants and Contributions Paid  
For the Year Ended December 31, 2007

84-0474837  
Statement 5

Organization	Type of Support	Amount Paid 2007	2008	Amount to be Paid 2009 2010 2011		
<b><u>Berenice Gates Hopper Family Fund</u></b>						
<b><u>Arts and Culture</u></b>						
Strings In The Mountains P.O. Box 774627 Steamboat Springs, CO 80477	Operating	20,000	0	0	0	0
<b><i>Total Arts and Culture (1 item)</i></b>		<b><i>20,000</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>
<b><u>Education</u></b>						
Cate School 1960 Cate Mesa Road P.O. Box 5005 Carpinteria, CA 93014-5005	Operating	4,700	0	0	0	0
Colorado State University 102 Administration Bldg. Fort Collins, CO 80523	Scholarships/ Fellowships	12,700	0	0	0	0
<b><i>Total Education (2 items)</i></b>		<b><i>17,400</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>
<b><u>Other</u></b>						
American Foreign Policy Council 509 C Street NE Washington, DC 20002-5809	Operating	12,000	0	0	0	0
Routt County Search and Rescue PO Box 772837 Steamboat Springs, CO 80477	Operating	10,000	0	0	0	0
<b><i>Total Other (2 items)</i></b>		<b><i>22,000</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>
<b><u>Parks-Conservation-Recreation</u></b>						
Adaptive Adventures 230 Green Leaf Ave. Wilmette, IL 60091	Operating	5,000	0	0	0	0
Peninsula Open Space Trust 222 High Street Palo Alto, CA 94301	Operating	15,000	0	0	0	0
Roundup Riders of the Rockies Heritage & Trails Foundation 9902 North Heather Drive Castle Rock, CO 80108-9133	Operating	15,000	0	0	0	0
<b><i>Total Parks-Conservation-Recreation (3 items)</i></b>		<b><i>35,000</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>	<b><i>0</i></b>
<b><u>Well-being of Children, Youth &amp; Families</u></b>						
Civil Air Patrol P.O. Box 880858 Steamboat Springs, CO 80488	Operating	5,000	0	0	0	0
Crohn's & Colitis Foundation of America, Inc. 386 Park Ave. South 17th Floor New York, NY 10016	Operating	10,000	0	0	0	0

**Gates Family Foundation**  
**Form 990-PF, Part XV, Line b - Approved for Future Payment**  
**Form 990-PF, Part XV, Line a - Grants and Contributions Paid**  
**For the Year Ended December 31, 2007**

**84-0474837**  
**Statement 5**

Organization	Type of Support	Amount Paid		Amount to be Paid		
		2007	2008	2009	2010	2011
Lucile Packard Foundation for Children's Health 400 Hamilton Ave., Suite 340 Palo Alto, CA 94301	Research	15,000	0	0	0	0
Routt County United Way P.O. Box 774005 Steamboat Springs, CO 80477	Operating	16,700	0	0	0	0
Vista Center for the Blind and Visually Impaired 2470 El Camino Real #107 Palo Alto, CA 94306	Operating	9,700	0	0	0	0
Yampa Valley Community Foundation P.O. Box 881869 Steamboat Springs, CO 80488	Operating	8,000	0	0	0	0
<i>Total Well-being of Children, Youth &amp; Families (6 items)</i>		<i>64,400</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b>Total Berenice Gates Hopper Family Fund</b>		<b>158,800</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

**Gates Family Foundation**

**Arts and Culture**

Bas Bleu Theatre Company 401 Pine Fort Collins, CO 80524	Building purchase	120,000	30,000	0	0	0
Bessemer Historical Society 1612 E. Abriendo Avenue Pueblo, CO 81004	Renovation	250,000	0	0	0	0
Buena Vista Heritage P.O. Box 1414 Buena Vista, CO 81211	Construction	17,000	0	0	0	0
Central City Opera House Association 400 S. Colorado Blvd., Suite 530 Denver, CO 80246	Operating	20,000	10,000	0	0	0
Colorado Ballet 1278 Lincoln Street Denver, CO 80203	Operating	40,000	40,000	0	0	0
Colorado Springs Fine Arts Center 30 West Dale Colorado Springs, CO 80903	Construction	800,000	0	0	0	0
Colorado Symphony Association 1000 14th Street, #15 Denver, CO 80202	Operating	100,000	100,000	0	0	0

**Gates Family Foundation**  
**Form 990-PF, Part XV, Line b - Approved for Future Payment**  
**Form 990-PF, Part XV, Line a - Grants and Contributions Paid**  
**For the Year Ended December 31, 2007**

**84-0474837**  
**Statement 5**

Organization	Type of Support	Amount Paid		Amount to be Paid		
		2007	2008	2009	2010	2011
Conifer's StageDoor Theatre P.O. Box 71 Comfer, CO 80433	Construction	0	150,000	0	0	0
Crawford Community Library Service Foundation P.O. Box 201 Crawford, CO 81415	Construction	83,000	0	0	0	0
Creede Repertory Theatre P.O. Box 269 Creede, CO 81130	Remodeling	35,000	0	0	0	0
Crowley County School District No. RE. 1-J P.O. Box 338 Ordway, CO 81063	Renovation	0	30,925	0	0	0
Denver Museum of Nature and Science 2001 Colorado Blvd. Denver, CO 80205-5798	Construction	250,000	0	1,250,000	0	0
Durango Public Library 1188 E. Second Avenue Durango, CO 81301	Construction	0	75,000	0	0	0
El Centro Su Teatro 4725 High Street Denver, CO 80216	Construction	0	0	400,000	0	0
Golden Pioneer Museum 923 Tenth Street Golden, CO 80401	Construction	15,000	0	0	0	0
Grand County Library District P.O. Box 1050 Granby, CO 80446	Construction	0	200,000	0	0	0
Hinsdale County Historical Society P.O. Box 353 Lake City, CO 81235	Construction	25,000	0	0	0	0
Ignacio Community Library District P.O. Box 886 Ignacio, CO 81137	Construction	158,000	0	0	0	0
Lake City Arts Council P.O. Box 876 Lake City, CO 81235	Renovation	0	0	100,000	0	0
Limon Heritage Museum & Railroad Park Box 341 Limon, CO 80828	Renovation	0	20,000	0	0	0



Gates Family Foundation  
Form 990-PF, Part XV, Line b - Approved for Future Payment  
Form 990-PF, Part XV, Line a - Grants and Contributions Paid  
For the Year Ended December 31, 2007

84-0474837  
Statement 5

Organization	Type of Support	Amount Paid		Amount to be Paid		
		2007	2008	2009	2010	2011
Mancos Public Library P.O. Box 158 Mancos, CO 81328	Construction	0	150,000	0	0	0
Montrose Regional Library District 320 South Second Street Montrose, CO 81401	Construction	0	120,000	0	0	0
Museum of Contemporary Art 1840 15th Street, Unit D Denver, CO 80202	Construction	0	100,000	0	0	0
Opera Colorado 695 S. Colorado Blvd. #20 Denver, CO 80246-8010	Operating	20,000	20,000	0	0	0
Paonia Public Library P.O. Box 969 Paonia, CO 81428	Construction	0	225,000	0	0	0
Penrose Community Library 555 4th Avenue Penrose, CO 81240	Construction	0	90,000	0	0	0
Pikes Peak Library District P.O. Box 1579 Colorado Springs, CO 80901	Renovation	0	90,000	0	0	0
Pioneer Historical Society of Bent County P.O. Box 68 Las Animas, CO 81054	Renovation	0	34,000	0	0	0
Rio Grande County Library District P.O. Box 53 Monte Vista, CO 81144	Construction	116,100	0	0	0	0
San Luis Valley Museum P.O. Box 1593 Alamosa, CO 81101	Remodeling	20,000	20,000	0	0	0
Sedalia Historic Fire House Museum P.O. Box 408 Sedalia, CO 80135	Remodeling	10,000	0	0	0	0
Strings In The Mountains P.O. Box 774627 Steamboat Springs, CO 80477	Construction	300,000	0	0	0	0
Supporters of the Performing Arts, Inc. P.O. Box 3077 Estes Park, CO 80517	Construction	0	300,000	0	0	0

Gates Family Foundation  
Form 990-PF, Part XV, Line b - Approved for Future Payment  
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Organization	Type of Support	Amount Paid		Amount to be Paid		
		2007	2008	2009	2010	2011
Town of Pitkin P.O. Box 9 Pitkin, CO 81241	Renovation	0	20,000	0	0	0
<i>Total Arts and Culture (34 items)</i>		2,379,100	1,824,925	1,750,000	0	0
<b><u>Community Development &amp; Revitalization</u></b>						
Carousel of Happiness P.O. Box 1270 Nederland, CO 80466	Construction	0	50,000	0	0	0
Colorado Small Business Development Center 2591 B 3/4 Road Grand Junction, CO 81503	Remodeling	40,000	0	0	0	0
MicroBusiness Development Corporation 700 Kalamath Street Denver, CO 80204	Building purchase	0	0	400,000	0	0
Pueblo Railway Foundation 201 West "B" Street, Suite 100 Pueblo, CO 81003	Construction	0	70,000	0	0	0
Yampa Valley Partners 745 Russell Street Craig, CO 81625	Small Operating Grant	25,000	25,000	25,000	0	0
<i>Total Community Development &amp; Revitalization (5 items)</i>		65,000	145,000	425,000	0	0
<b><u>Education</u></b>						
Adams State College 208 Edgemont Blvd. Alamosa, CO 81102	Remodeling	0	70,000	0	0	0
Arrupe Jesuit High School 4343 Utica Street Denver, CO 80212	Equipment/furnishings	8,333	0	0	0	0
Boulder Preparatory High School 5075 Chaparral Court Boulder, CO 80301	Building purchase	75,000	0	0	0	0
Butterfly Pavilion & Insect Center 6252 West 104th Avenue Westminster, CO 80020	Construction	20,000	0	0	0	0
Clayton Foundation 3801 Martin Luther King Blvd. Denver, CO 80205	Construction	500,000	500,000	0	0	0
Colorado Minority Engineering Association P. O. Box 173364 Campus Box 104 Denver, CO 80217-3364	Operating	25,000	25,000	0	0	0

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		2007	2008	2009	2010	2011
Colorado Mountain College Foundation P.O. Box 1763 Glenwood Springs, CO 81602	Construction	0	90,000	0	0	0
Colorado Public Radio/KCFR 7409 South Alton Court Centennial, CO 80112	Operating	40,000	40,000	40,000	0	0
Compass for Lifelong Discovery P.O. Box 336 Woody Creek, CO 81656	Construction	50,000	0	0	0	0
Denver Academy 4400 East Iliff Avenue Denver, CO 80222	Remodeling	0	200,000	0	0	0
Denver Inner City Parish 910 Galapago Denver, CO 80204	Operating	8,333	0	0	0	0
Denver School of Science and Technology 2000 Valentia Street Denver, CO 80238	Construction	900,000	300,000	0	0	0
Durango Early Learning Center 890 East 3rd Avenue Durango, CO 81301	Building purchase	65,000	35,000	0	0	0
Environmental Learning for Kids 14460 E. 50th Avenue Denver, CO 80239	Small Operating Grant	25,000	25,000	0	0	0
Escuela de Guadalupe 3401 Pecos Street Denver, CO 80211	Operating	8,333	0	0	0	0
Gore Range Natural Science School P.O. Box 9469 Avon, CO 81620	Construction	0	0	500,000	0	0
Harvard University, John F. Kennedy School of Government 79 Kennedy Street Cambridge, MA 02138	Scholarships/ Fellowships	52,000	62,000	62,000	0	0
Intercambio de Comunidades 2885 Aurora Avenue, #36 Boulder, CO 80303	Building purchase	65,000	0	0	0	0
Keystone Center 1628 Sts. John Rd. Keystone, CO 80435	Remodeling	0	0	110,000	0	0

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		2007	2008	2009	2010	2011
KIPP: Sunshine Peak Academy 375 S. Tejon Denver, CO 80223	Operating	5,000	0	0	0	0
Manual High School 1700 East 28th Avenue Denver, CO 80205	Operating	5,000	0	0	0	0
Manual High School 1700 East 28th Avenue Denver, CO 80205	Operating	13,333	0	0	0	0
Mesa State College 1450 North 12th Street Grand Junction, CO 81501	Renovation	0	250,000	0	0	0
Montessori School of Evergreen P O. Box 2468 Evergreen, CO 80437	Construction	0	70,000	0	0	0
Mountain Studies Institute P.O. Box 426 Silverton, CO 81433	Building purchase	0	60,000	0	0	0
North Routt Preschool P.O. Box 922 Clark, CO 80428	Construction	50,000	0	0	0	0
Philanthropic Educational Partnership/Tough Schools Part. c/o Rose Community Foundation 600 S. Cherry, Suite 1200 Denver, CO 80246	Operating	0	100,000	100,000	0	0
Poudre Learning Center c/o Weld County School Dist. 6 8313 F Street Greeley, CO 80631	Construction	0	50,000	0	0	0
Reach Out and Read 4105 E. Florida Ave., #204 Denver, CO 80222	Small Operating Grant	25,000	25,000	0	0	0
Regis University 3333 Regis Blvd. Denver, CO 80221-1099	Remodeling	700,000	0	0	0	0
Rocky Mountain Public Broadcasting Network/Channel 6 1089 Bannock Street Denver, CO 80204-4066	Operating	60,000	60,000	0	0	0
Sierra Grande School District R-30 17523 Hwy. 160 Blanca, CO 81123	Construction	0	50,000	0	0	0

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		2007	2008	2009	2010	2011
Southwest Institute for Education and Conservation 701 Camino Del Rio Durango, CO 81301	Building purchase	200,000	0	0	0	0
Support Our Schools Salida Foundation P.O. Box 44 Salida, CO 81201	Construction	75,000	0	0	0	0
Teach For America P.O. Box 5114 New York, NY 10185	Operating	75,000	0	0	0	0
University of Colorado at Colorado Springs 1420 Austin Bluffs Parkway PO Box 7150 Colorado Springs, CO 80933	Construction	450,000	450,000	0	0	0
University of Colorado at Denver Campus Box 133, P.O. Box 173364 Denver, CO 80217-3364	Scholarships/ Fellowships	30,000	30,000	30,000	0	0
West Denver Preparatory Charter School 1825 S. Federal Blvd. Denver, CO 80219	Remodeling	40,000	0	0	0	0
West Denver Preparatory Charter School 1825 S. Federal Blvd. Denver, CO 80219	Remodeling	33,333	0	0	0	0
West Denver Preparatory Charter School 1825 S. Federal Blvd. Denver, CO 80219	Remodeling	15,000	0	0	0	0
<b>Total Education (40 items)</b>		<b>3,618,665</b>	<b>2,492,000</b>	<b>842,000</b>	<b>0</b>	<b>0</b>
<b><u>Other</u></b>						
Community Resource Center 655 Broadway, Suite 300 Denver, CO 80203-3426	Operating	7,500	7,500	7,500	0	0
Ouray Mountain Rescue Team P.O. Box 220 Ouray, CO 81427	Construction	20,000	0	0	0	0
<b>Total Other (2 items)</b>		<b>27,500</b>	<b>7,500</b>	<b>7,500</b>	<b>0</b>	<b>0</b>
<b><u>Parks-Conservation-Recreation</u></b>						
Bayfield Parks and Recreation P.O. Box 80 Bayfield, CO 81122	Construction	0	30,000	0	0	0

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		2007	2008	2009	2010	2011
Cheyenne Mountain Zoological Park 4250 Cheyenne Mtn. Zoo Rd. Colorado Springs, CO 80906	Construction	300,000	0	0	0	0
City of Walsenburg 525 South Albert Ave. Walsenburg, CO 81089	Construction	42,000	108,000	0	0	0
Colorado Cattlemen's Agricultural Land Trust 8833 Ralston Road Arvada, CO 80002	Land Purchase	0	100,000	0	0	0
Colorado Conservation Trust 2334 Broadway, Suite A Boulder, CO 80304	Operating	37,500	37,500	0	0	0
Denver Urban Gardens 3377 Blake Street, Unit 113 Denver, CO 80205	Construction	0	15,000	15,000	0	0
Denver Zoological Foundation 2300 Steele Street Denver, CO 80205	Construction	0	100,000	100,000	100,000	100,000
Eastern Rio Blanco Metropolitan Recreation and Park District P.O. Box 2168 Meeker, CO 81641	Construction	75,000	0	0	0	0
Gates Tennis Center 100 South Adams Street Denver, CO 80209	Renovation	159,000	0	0	0	0
Huerfano School District RE-1 611 West 7th Street Walsenburg, CO 81089	Construction	0	250,000	0	0	0
Larimer County Parks and Open Lands 1800 S. County Road 31 Loveland, CO 80537	Construction	0	0	0	300,000	0
Montezuma Land Conservancy P.O. Box 1522 Cortez, CO 81321	Land Purchase	80,000	0	0	0	0
NEDSK8, Inc. P.O. Box 3240 Nederland, CO 80466	Construction	0	40,000	0	0	0
North Fork River Improvement Association P.O. Box 133 Paonia, CO 81428	Land Purchase	40,000	0	0	0	0

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		2007	2008	2009	2010	2011
Park People 715 South Franklin Denver, CO 80209-4504	Construction	15,000	0	0	0	0
Primero Reorganized School District RE-2 20200 State Highway 12 Weston, CO 81091	Construction	25,000	0	0	0	0
Rocky Mountain Field Institute 3310 Colorado Avenue Colorado Springs, CO 80904	Renovation	0	35,000	10,000	0	0
Rocky Mountain Institute 1739 Snowmass Creek Road Snowmass, CO 81654-9199	Publication and dissemination	40,000	0	0	0	0
San Juan Resource Conservation and Development Council P.O. Box 2021 Durango, CO 81302	Construction	35,000	0	0	0	0
Sonoran Institute 7650 E. Broadway Blvd., #203 Tucson, AZ 85710	Small Operating Grant	25,000	0	0	0	0
Town of Carbondale 511 Colorado Ave. Carbondale, CO 81623	Construction	100,000	0	0	0	0
Trust For Public Land 1410 Grant, Suite D210 Denver, CO 80203	Land Purchase	57,500	0	0	0	0
Western Colorado Botanical Society 641 Struthers Avenue Grand Junction, CO 81501	Construction	0	25,000	20,000	0	0
YMCA of Boulder Valley 5541 Central Avenue, #135A Boulder, CO 80301	Remodeling	0	400,000	0	0	0
YMCA of Pueblo 700 Albany Avenue Pueblo, CO 81003-4126	Construction	750,000	0	0	0	0
YMCA of the Pikes Peak Region 207 North Nevada Colorado Springs, CO 80903	Construction	0	0	350,000	0	0
<b>Total Parks-Conservation-Recreation (26 items)</b>		<b>1,781,000</b>	<b>1,140,500</b>	<b>495,000</b>	<b>400,000</b>	<b>100,000</b>
<b><u>Well-being of Children, Youth &amp; Families</u></b>						
Adoption Exchange (The) 14232 East Evans Avenue Aurora, CO 80014	Construction	0	55,000	0	0	0

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		2007	2008	2009	2010	2011
Aloha United Way 200 N. Vineyard Blvd., #700 Honolulu, HI 96817-3938	Operating	250,000	250,000	0	0	0
Archdiocese of Denver 200 Josephine Street P.O. Box 65017 Denver, CO 80206-9017	Remodeling	70,000	0	0	0	0
Boy Scouts of America, Rocky Mountain Council 411 South Pueblo Blvd. Pueblo, CO 81005-1204	Remodeling	0	38,000	0	0	0
Boy Scouts of America-Pikes Peak Council 2760 North Academy Blvd., #120 Colorado Springs, CO 80917	Construction	0	460,000	0	0	0
Boys & Girls Club of La Plata County P.O. Box 800 Ignacio, CO 81137	Renovation	50,000	0	0	0	0
Boys & Girls Club of Larimer Co. 103 Smokey Street Fort Collins, CO 80525	Construction	0	350,000	0	0	0
Boys & Girls Clubs of the San Luis Valley P.O. Box 1032 Alamosa, CO 81101	Construction	0	40,000	0	0	0
Boys and Girls Clubs of Metropolitan Denver 2017 W. 9th Avenue Denver, CO 80204	Construction	350,000	0	0	0	0
Boys and Girls Clubs of Metropolitan Denver 2017 W. 9th Avenue Denver, CO 80204	Operating	50,000	50,000	50,000	0	0
Care and Share 2520 Aviation Way, Suite 130 Colorado Springs, CO 80916	Construction	0	625,500	0	0	0
Catholic Charities of Colorado Springs 228 North Cascade Colorado Springs, CO 80903	Construction	0	480,000	0	0	0
Catholic Charities of the Archdiocese of Denver 2525 West Alameda Avenue Denver, CO 80219	Remodeling	81,000	0	0	0	0



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		2007	2008	2009	2010	2011
Center for Work Education and Employment 1175 Osage Street, Suite 300 Denver, CO 80204	Remodeling	33,000	0	0	0	0
Centro Humanitario Para Los Trabajadores 2260 California Street Denver, CO 80205	Remodeling	40,000	0	0	0	0
Cerebral Palsy of Colorado, Inc. 801 Yosemite Denver, CO 80230	Construction	0	400,000	0	0	0
Clear Creek Rock House 1637 Miner Street P.O. Box 1256 Idaho Springs, CO 80452	Building purchase	0	10,000	0	0	0
Colorado Coalition for the Homeless 2111 Champa Street Denver, CO 80205	Construction	200,000	0	0	0	0
Colorado Homeless Families P.O. Box 740130 Arvada, CO 80006	Construction	0	70,000	70,000	0	0
Crook Fire Protection District 29939 County Road 56 Iliff, CO 80736	Construction	100,000	0	0	0	0
Dental Aid 877 South Boulder Road Louisville, CO 80027	Small Operating Grant	25,000	25,000	25,000	0	0
Denver Children's Advocacy Center 2149 Federal Blvd. Denver, CO 80211	Building purchase	67,000	0	0	0	0
Denver Rescue Mission P.O. Box 17963 Denver, CO 80217	Building purchase	0	200,000	0	0	0
Denver Santa Claus Shop, Inc. P.O. Box 102104 Denver, CO 80250-2104	Operating	4,000	4,000	0	0	0
Dolores Community Center Assn. P.O. Box 324 Dolores, CO 81323	Construction	0	60,000	0	0	0
Easter Seals Colorado 5755 West Alameda Avenue Lakewood, CO 80226	Construction	100,000	0	0	0	0

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		2007	2008	2009	2010	2011
Emergency Family Assistance Association 900 Arapahoe Boulder, CO 80302	Construction	150,000	0	0	0	0
Estes Valley Victim Advocates P.O. Box 1287 Estes Park, CO 80517	Building purchase	0	50,000	0	0	0
Filling Station 3906 Cleveland Avenue Wellington, CO 80549	Construction	0	30,000	0	0	0
Focus Points Family Resource Center 3532 Franklin Street Denver, CO 80205	Small Operating Grant	25,000	25,000	25,000	0	0
Food Bank of the Rockies 10700 E. 45th Avenue Denver, CO 80239-3007	Building purchase	0	400,000	0	0	0
Gathering Place 1535 High Street Denver, CO 80218	Remodeling	550,000	0	0	0	0
Grand Valley Catholic Outreach 245 South First Grand Junction, CO 81501	Construction	80,000	0	0	0	0
Griffith Centers for Children 12142 Denver West Parkway, Suite 225 Golden, CO 80401	Building purchase	0	45,000	0	0	0
Growing Home 3489 W. 72nd, Suite 112 Westminster, CO 80030	Renovation	30,000	0	0	0	0
HomeAid Colorado 600 Grant Street, Suite 525 Denver, CO 80203	Operating	0	20,000	0	0	0
Housing Services Day Center 424 Pine Street, #102 Fort Collins, CO 80524	Construction	0	145,000	0	0	0
Inner City Health Center 3405 Downing Street Denver, CO 80205-3972	Construction	0	0	175,000	0	0
Lewis-Arriola Community Center 21651 County Road S Cortez, CO 81321	Construction	35,000	0	0	0	0
Mile High United Way 2505 18th Street Denver, CO 80211-3939	Operating	130,000	130,000	0	0	0

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		2007	2008	2009	2010	2011
Nederland Community Center Foundation P.O. Box 950 Nederland, CO 80466	Construction	0	173,000	0	0	0
North Park Medical Clinic P.O. Box 686 Walden, CO 80480	Construction	0	200,000	0	0	0
Phillips County 221 S. Interocean Holyoke, CO 80734	Construction	0	307,000	0	0	0
Planned Parenthood of the Rocky Mountains 950 Broadway Denver, CO 80203-2706	Construction	0	500,000	500,000	0	0
Project Self-Sufficiency 375 West 37th Street, #200 Loveland, CO 80538	Operating	25,000	0	0	0	0
Safe Shelter of St. Vrain Valley P.O. Box 231 Longmont, CO 80502	Construction	0	75,000	0	0	0
Safehouse Progressive Alliance for Nonviolence 835 North Street Boulder, CO 80304	Construction	0	300,000	0	0	0
Savio House 325 King Street Denver, CO 80219	Building purchase	0	150,000	0	0	0
Seniors! Inc. 5840 E. Evans Avenue Denver, CO 80222	Building purchase	25,000	0	0	0	0
St. Francis Center 2323 Curtis Street Denver, CO 80205	Construction	0	250,000	0	0	0
Step 13 2029 Larimer Street Denver, CO 80205	Building purchase	35,000	0	0	0	0
Summit County Family & Intercultural Resource Center 330 Fielder Avenue P.O. Box 4056 Keystone, CO 80435	Operating	25,000	0	0	0	0
Thrift Shop of Aspen P.O. Box 126 Aspen, CO 81612	Construction	0	0	200,000	0	0

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		2007	2008	2009	2010	2011
Wauneta Volunteer Fire Dept. P.O. Box 103 Wray, CO 80758	Construction	20,000	0	0	0	0
<i>Total Well-being of Children, Youth &amp; Families (55 Items)</i>		<i>2,550,000</i>	<i>5,917,500</i>	<i>1,045,000</i>	<i>0</i>	<i>0</i>
<b>Total Gates Family Foundation</b>		<b>10,421,265</b>	<b>11,527,425</b>	<b>4,564,500</b>	<b>400,000</b>	<b>100,000</b>
<b>Gates Frontiers Fund</b>						
<b>Arts and Culture</b>						
LaFayette Foundation 1192 East Michener Way Highlands Ranch, CO 80126	Land Purchase	75,000	0	0	0	0
LaFayette Foundation 1192 East Michener Way Highlands Ranch, CO 80126	Operating	100,000	525,000	0	0	0
Museum of Contemporary Art 1840 15th Street, Unit D Denver, CO 80202	Endowment	250,000	0	0	0	0
National Aviation Hall of Fame P.O. Box 31096 Dayton, OH 45437	Operating	35,000	35,000	0	0	0
<i>Total Arts and Culture (4 items)</i>		<i>460,000</i>	<i>560,000</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b>Education</b>						
Cardigan Mountain School 62 Alumni Drive Canaan, NH 03741-9307	Endowment	500,000	500,000	0	0	0
Denver School of Science and Technology 2000 Valentia Street Denver, CO 80238	Construction	0	500,000	500,000	0	0
Punahou School 1601 Punahou Street Honolulu, HI 96822	Construction	480,567	0	0	0	0
University of Colorado P.O. Box 1140 Boulder, CO 80306	Operating	25,000	0	0	0	0
University of Colorado P.O. Box 1140 Boulder, CO 80306	Operating	100,000	0	100,000	0	0
University of Denver 2199 S. University Blvd. Denver, CO 80210	Operating	1,000,000	1,000,000	0	0	0
<i>Total Education (6 items)</i>		<i>2,105,567</i>	<i>2,000,000</i>	<i>600,000</i>	<i>0</i>	<i>0</i>

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				2009	2010	
<b><u>Other</u></b>						
Experience Aviation Inc. 15001 NW 42nd Ave. Miami, FL 33054	Project Support	60,000	0	0	0	0
<i>Total Other (1 item)</i>		<i>60,000</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b><u>Parks-Conservation-Recreation</u></b>						
Park People 715 South Franklin Denver, CO 80209-4504	Renovation	150,000	0	0	0	0
<i>Total Parks-Conservation-Recreation (1 item)</i>		<i>150,000</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b><u>Well-being of Children, Youth &amp; Families</u></b>						
Children's Hospital Foundation 13123 East 16th Ave Box 045 Aurora, CO 80045	Renovation	140,526	177,197	0	0	0
Children's Hospital Foundation 13123 East 16th Ave Box 045 Aurora, CO 80045	Endowment	750,000	1,750,000	1,750,000	750,000	0
Colorado Youth Outdoors Ministry Through Lifestyle 209 East 4th Street Loveland, CO 80537	Land Purchase	1,290,000	0	0	0	0
University of Colorado Denver 4200 E. Ninth Avenue Denver, CO 80262	Endowment	3,000,000	2,250,000	750,000	0	0
<i>Total Well-being of Children, Youth &amp; Families (4 items)</i>		<i>5,180,526</i>	<i>4,177,197</i>	<i>2,500,000</i>	<i>750,000</i>	<i>0</i>
<b>Total Gates Frontiers Fund</b>		<b>7,956,093</b>	<b>6,737,197</b>	<b>3,100,000</b>	<b>750,000</b>	<b>0</b>
<b><u>Robert E. Hopper Family Fund</u></b>						
<b><u>Education</u></b>						
Church of the Holy Cross - Greek Orthodox 900 Alameda Belmont, CA 94002	Operating	5,000	0	0	0	0
Harpeth Hall School 3801 Hobbs Road Nashville, TN 37215	Scholarships/ Fellowships	5,000	0	0	0	0
Stanford University 326 Galvez Street Stanford, CA 94305-6105	Scholarships/ Fellowships	3,000	0	0	0	0

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		2007	2008	2009	2010	2011
University of Arizona McClelland Hall, Room 417H P.O. Box 210108 Tucson, AZ 85721-0108	Scholarships/ Fellowships	5,000	0	0	0	0
Weekday School of Lovers Lane United Methodist Church (The) 9200 Inwood Road Dallas, TX 75220	Operating	5,500	0	0	0	0
<i>Total Education (5 items)</i>		<i>23,500</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b><u>Other</u></b>						
Committee of 100 for Tibet 2288 Fulton Street, Suite 312 Berkeley, CA 94704	Operating	2,000	0	0	0	0
Natural Resources Defense Council, Inc. 40 West 20th Street New York, NY 10011	Operating	3,000	0	0	0	0
<i>Total Other (2 items)</i>		<i>5,000</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b><u>Parks-Conservation-Recreation</u></b>						
Peninsula Open Space Trust 222 High Street Palo Alto, CA 94301	Operating	10,000	0	0	0	0
<i>Total Parks-Conservation-Recreation (1 item)</i>		<i>10,000</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b><u>Well-being of Children, Youth &amp; Families</u></b>						
Assistance League of Long Beach 6220 East Spring Street Long Beach, CA 90815-1422	Operating	5,000	0	0	0	0
Canine Companions for Independence PO Box 446 Santa Rosa, CA 95402	Operating	5,170	0	0	0	0
Casa de los Ninos 1101 N. 4th Ave. Tucson, AZ 85705	Operating	5,000	0	0	0	0
Girls in Motion Fund 7522 Northaven Dallas, TX 75230	Operating	5,000	0	0	0	0
John Austin Cheley Foundation 10565 Centennial Drive Alpharetta, GA 30022	Operating	10,500	0	0	0	0
Pacific Skyline Council, Boy Scouts of America 1150 Chess Drive Foster City, CA 94404	Operating	5,170	0	0	0	0

**Gates Family Foundation**  
**Form 990-PF, Part XV, Line b - Approved for Future Payment**  
**Form 990-PF, Part XV, Line a - Grants and Contributions Paid**  
**For the Year Ended December 31, 2007**

**84-0474837**  
**Statement 5**

<b>Organization</b>	<b>Type of Support</b>	<b>Amount Paid</b>		<b>Amount to be Paid</b>		
		<b>2007</b>	<b>2008</b>	<b>2009</b>	<b>2010</b>	<b>2011</b>
SEVA Foundation 1786 Fifth Street Berkley, CA 94710	Operating	5,000	0	0	0	0
Traditional Acupuncture Institute, Inc. 7750 Montpelier Road Laurel, MD 20723	Capital Fund Support	10,000	0	0	0	0
Vista Center for the Blind and Visually Impaired 2470 El Camino Real #107 Palo Alto, CA 94306	Operating	5,170	0	0	0	0
Working Hand in Hand P.O. Box 2288 Menlo Park, CA 94026-2288	Operating	2,500	0	0	0	0
World Care 3538 East Ellington Place Tucson, AZ 85713	Operating	5,000	0	0	0	0
<i>Total Well-being of Children, Youth &amp; Families (11 items)</i>		<i>63,510</i>	<i>0</i>	<i>0</i>	<i>0</i>	<i>0</i>
<b>Total Robert E. Hopper Family Fund</b>		<b>102,010</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>Grand Totals</b>		<b>18,638,168</b>	<b>18,264,622</b>	<b>7,664,500</b>	<b>1,150,000</b>	<b>100,000</b>

PART XV, Line 2b, c and d

## Major Current Interests

The Gates Family Foundation:

- has an ongoing interest in the growth and development of independent schools and private colleges;
- continues to believe that historic preservation, the arts, and cultural activities in communities are vitally important;
- will encourage the development of leadership potential and managerial skills of elected officials and appointed public sector managers in order that they might serve the citizenry in the most effective manner possible;
- believes that there is much to be learned by young people in non-academic settings. Programs engaged in the development of character and leadership will continue to be of interest;
- will make every reasonable effort to find ways to address the underlying causes of the many problems being faced by public education;
- views conservation and outdoor recreation as being important in their own right, as well as being supportive of the Foundation's interest in youth, health, education, and leadership training;
- maintains an active interest in urban and mountain parks and U.S. Forest Service trail systems;
- has a continuing interest in supporting organizations that promote free enterprise;
- considers activities that enhance economic development as important to a community's viability;
- will continue to support programs that encourage individuals to improve and maintain their good health and physical well-being;
- has established an Unrestricted Small Operating Grant Program for organizations of particular interest to the Foundation (**unsolicited proposals are not accepted for these grants**). And;
- will, from time to time, initiate programs of special interest to the trustees.



PART XV, Line 2b, c and d

## Criteria for Possible Selection

The Gates Family Foundation:

- generally makes grants only to organizations in the state of Colorado;
- attempts wherever possible to invest its funds in organizations that address root problems with substantive solutions;
- views as important sound management of an applying organization, with an effective board of trustees that has supported the project in question to the fullest financial extent possible;
- expects strong support for the project from the community;
- **generally confines its grants to campaigns for capital projects;**
- believes it is appropriate to support new organizations only when it is clear they will not become a financial burden on others; and
- will grant funds only to properly documented tax-exempt organizations.

## General Restrictions

Although the Gates Family Foundation reviews each proposal separately, it generally does not:

- provide loans, grants, or scholarships to individuals, or loans to organizations;
- make grants for projects that have been completed prior to the next trustees' meeting;
- make grants for conferences, meetings, or studies that are not initiated by the trustees;
- consider more than one proposal from an organization in a calendar year;
- make grants to other foundations or organizations engaged in grant making;
- grant funds to retire operating debt;
- make grants for the purchase of vehicles or office equipment;
- make grants directly to individual public schools or public school districts;
- make grants for the construction of medical facilities or for medical research;
- schedule interviews with the Foundation trustees unless the trustees initiate the meeting.

The Gates Family Foundation will not purchase tickets for fundraising dinners, parties, benefits, balls, or other social fundraising events.

## In General

The board of trustees of the Gates Family Foundation meets quarterly. It is during these meetings that the trustees carefully review each proposal and make their decisions on grants. Proposals are reviewed by the board of trustees only when the staff reports have been completed.

**PART XV, Line 2b, c and d**

## **Timing**

In order for each proposal to be thoughtfully studied, it is important for the applying organization to have its proposal in the hands of the Foundation staff at least eight weeks prior to the trustees' meeting. More time could be required if a proposal is either highly specialized and requires outside consultation or is so significant that it requires a full on-site study by the trustees. The board makes such studies and visits only on its initiative.

### **Approximate Date of Trustee Meetings:**

April 1st  
June 15th  
October 1st  
December 15th

### **Proposals to be Submitted by:**

January 15th  
April 1st  
July 1st  
October 1st

## **Guidelines for Submitting Proposals**

Applicants for grants should use the Common Grant Application to submit requests to the Foundation. Prior to submitting a proposal, many applicants find it useful to call a program officer of the Foundation to review the substance of the proposed project. Alternatively, applicants may put an initial inquiry in writing by sending a short narrative (item C in the Common Grant Application). If the information in the narrative appears to dovetail with the Major Current interests of the Foundation, staff will ask for a completed Common Grant Application. Please do not use binders or notebooks. Only one copy of the proposal is requested. It should be noted that the Gates Family Foundation receives far more proposals each year than it is able to fund.

## **Notification**

The Gates Family Foundation will send letters outlining all trustee decisions within two weeks following each quarterly meeting. In the case of organizations which have had grants approved, the Foundation respectfully requests that all proposed press releases be cleared with the Foundation. It also requests that no statues, plaques, or framed certificates be presented to the Foundation for its support of projects or organizations.

## **Reports**

One year following each grant, the Foundation requires that the responsible officer in each recipient organization submit a written report on what has been accomplished with the funds granted. The funds granted may only be expended for the purposes granted; funds not so spent must be returned to the Foundation unless other arrangements have been approved by the Foundation. A full and final accounting must be made on the occasion of the completion of the project.

**GATES FAMILY FOUNDATION  
SCHEDULE TO FORM 990PF  
For the Year Ended December 31, 2007**

**84-0474837  
Statement 6**

**PART XV, Line 2b, c and d**

**Evaluations**

From time to time the Foundation will conduct post grant evaluation of completed projects. The purpose of such evaluations is to help the Foundation examine its effectiveness. The Foundation will greatly appreciate the grantee's cooperation in this effort.