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

2008

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

For calendar year 2008, or tax year beginning DEC 1, 2008, and ending NOV 30, 2009

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation: **Anschutz Family Foundation**

Number and street (or P.O. box number if mail is not delivered to street address): **555 17th Street**

Room/suite: **2400**

City or town, state, and ZIP code: **Denver, CO 80202-3941**

A Employer identification number: **74-2132676**

B Telephone number: **(303) 293-2338**

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination 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 foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16): **\$ 46,854,794.** (Part I, column (d) must be on cash basis.)

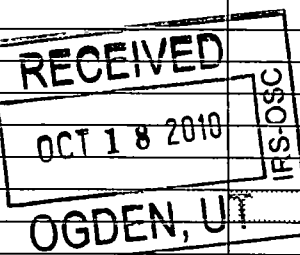
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify):

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))

| | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|------------------------------------|---------------------------|-------------------------|---|
| 1 Contributions, gifts, grants, etc., received | | | N/A | |
| 2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B | | | | |
| 3 Interest on savings and temporary cash investments | 981. | 981. | | Statement 1 |
| 4 Dividends and interest from securities | 634,128. | 634,128. | | Statement 2 |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 465,236. | | | |
| b Gross sales price for all assets on line 6a | 3,549,533. | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 465,236. | | |
| 8 Net short-term capital gain | | | | |
| 9 Income modifications | | | | |
| 10a Gross sales less returns and allowances | | | | |
| b Less Cost of goods sold | | | | |
| c Gross profit or (loss) | | | | |
| 11 Other income | 174,222. | 190,756. | | Statement 3 |
| 12 Total. Add lines 1 through 11 | 1,274,567. | 1,291,101. | | |
| 13 Compensation of officers, directors, trustees, etc | 0. | 0. | | 0. |
| 14 Other employee salaries and wages | 304,292. | 0. | | 304,292. |
| 15 Pension plans, employee benefits | 93,364. | 0. | | 93,364. |
| 16a Legal fees Stmt 4 | 1,755. | 0. | | 1,755. |
| b Accounting fees | | | | |
| c Other professional fees Stmt 5 | 60,063. | 54,330. | | 5,733. |
| 17 Interest | 519. | 519. | | 0. |
| 18 Taxes Stmt 6 | 20,537. | 14,537. | | 0. |
| 19 Depreciation and depletion | 6,920. | 3,017. | | |
| 20 Occupancy | 1,383. | 0. | | 1,383. |
| 21 Travel, conferences, and meetings | 39,915. | 0. | | 39,915. |
| 22 Printing and publications | 6,687. | 0. | | 6,687. |
| 23 Other expenses Stmt 7 | 248,431. | 238,940. | | 9,491. |
| 24 Total operating and administrative expenses. Add lines 13 through 23 | 783,866. | 311,343. | | 462,620. |
| 25 Contributions, gifts, grants paid | 1,999,061. | | | 1,999,061. |
| 26 Total expenses and disbursements. Add lines 24 and 25 | 2,782,927. | 311,343. | | 2,461,681. |
| 27 Subtract line 26 from line 12 | <1,508,360.> | | | |
| a Excess of revenue over expenses and disbursements | | | | |
| b Net investment income (if negative, enter -0-) | | 979,758. | | |
| c Adjusted net income (if negative, enter -0-) | | | N/A | |

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2008)



| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only | | |
|---|---|---|----------------|-----------------------|
| | | Beginning of year | End of year | |
| | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 Cash - non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | 1,041,804. | 442,944. | 442,944. |
| | 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 | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock Stmt 9 | 3,643,976. | 3,599,552. | 3,759,598. |
| | c Investments - corporate bonds | | | |
| Liabilities | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other Stmt 10 | 31,531,468. | 30,668,641. | 42,645,948. |
| | 14 Land, buildings, and equipment basis ▶ 20,095. | | | |
| | Less accumulated depreciation ▶ 13,791. | 7,105. | 6,304. | 6,304. |
| | 15 Other assets (describe ▶) | | | |
| | 16 Total assets (to be completed by all filers) | 36,224,353. | 34,717,441. | 46,854,794. |
| | 17 Accounts payable and accrued expenses | 3,226. | 4,674. | |
| | 18 Grants payable | | | |
| Net Assets or Fund Balances | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶) | | | |
| | 23 Total liabilities (add lines 17 through 22) | 3,226. | 4,674. | |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> | | | |
| | 27 Capital stock, trust principal, or current funds | 0. | 0. | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | 40,464,786. | 40,464,786. | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | <4,243,659.> | <5,752,019.> | |
| 30 Total net assets or fund balances | 36,221,127. | 34,712,767. | | |
| 31 Total liabilities and net assets/fund balances | 36,224,353. | 34,717,441. | | |

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 | 36,221,127. |
| 2 Enter amount from Part I, line 27a | 2 | <1,508,360.> |
| 3 Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 Add lines 1, 2, and 3 | 4 | 34,712,767. |
| 5 Decreases not included in line 2 (itemize) ▶ | 5 | 0. |
| 6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 34,712,767. |

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) |
|---|--|------------------------------------|--------------------------------|
| 1a | | | |
| b See Attached Statement, PAGE 14 | | | |
| c | | | |
| d | | | |
| e | | | |

| (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) |
|-----------------------|--|---|--|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e 3,549,533. | | 3,084,297. | 465,236. |

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

| (i) FMV 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)) |
|------------------------|--------------------------------------|---|---|
| a | | | |
| b | | | |
| c | | | |
| d | | | |
| e | | | 465,236. |

2 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

2

465,236.

3 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)

If (loss), enter -0- in Part I, line 8

3

N/A

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 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)) |
|--|--|--|---|
| 2007 | 2,711,421. | 53,001,232. | .051158 |
| 2006 | 2,837,160. | 56,559,116. | .050163 |
| 2005 | 2,549,537. | 51,171,682. | .049823 |
| 2004 | 2,368,056. | 48,044,350. | .049289 |
| 2003 | 2,235,077. | 45,314,090. | .049324 |

2 Total of line 1, column (d)

2

.249757

3 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

3

.049951

4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5

4

42,180,656.

5 Multiply line 4 by line 3

5

2,106,966.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6

9,798.

7 Add lines 5 and 6

7

2,116,764.

8 Enter qualifying distributions from Part XII, line 4

8

2,461,681.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

| | | | |
|----|---|----|---------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling letter _____ (attach copy of ruling letter if necessary-see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b | 1 | 9,798. |
| 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-) | 2 | 0. |
| 3 | Add lines 1 and 2 | 3 | 9,798. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | 0. |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | 5 | 9,798. |
| 6 | Credits/Payments | | |
| a | 2008 estimated tax payments and 2007 overpayment credited to 2008 | 6a | 14,591. |
| b | Exempt foreign organizations - tax withheld at source | 6b | |
| c | Tax paid with application for extension of time to file (Form 8868) | 6c | |
| d | Backup withholding erroneously withheld | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | 7 | 14,591. |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | 8 | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | 4,793. |
| 11 | Enter the amount of line 10 to be Credited to 2009 estimated tax <input checked="" type="checkbox"/> 4,793. Refunded <input type="checkbox"/> | 11 | 0. |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1a 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? | | X |
| 1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see 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. | | X |
| 1c Did the foundation file Form 1120-POL for this year? | | X |
| 2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0. | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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 | | X |
| 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 | | X |
| 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | X | |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | X | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T. | | X |
| 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? | X | |
| 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. | X | |
| 8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> 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 | X | |
| 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 2008 or the taxable year beginning in 2008 (see instructions for Part XIV)? If "Yes," complete Part XIV | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

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Part VII-A Statements Regarding Activities (continued)

| | | | | |
|----|---|----|----|-----|
| 11 | 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 instructions) | 11 | | X |
| 12 | Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.anschutzfamilyfoundation.org</u> | 13 | X | |
| 14 | The books are in care of ► <u>Robert S. Rich</u> Telephone no ► <u>303-293-2338</u> Located at ► <u>555 17th St., Suite 2400, Denver, CO</u> ZIP+4 ► <u>80202-3941</u> | | | |
| 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 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here | | 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 2008? | | 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 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? If "Yes," list the years ► | <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | |
| 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 | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► | | |
| 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 2008 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 2008.) | N/A | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | 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 2008? | | X |

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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)?

☐ 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 instructions)?

N/A

5b

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?

N/A

☐ Yes ☐ No

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

☐ Yes ☒ No

7b

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

N/A

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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.

| (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 11 | | 0. | 0. | 0. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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) 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 |
|---|---|------------------|---|---------------------------------------|
| Jeff Pryor | Executive Director | | | |
| 555 17th Street, Suite 2400, Denver, | 40.00 | 165,667. | 15,518. | |
| Michelle Sturm | Senior Program Officer | | | |
| 555 17th St, Suite 2400, Denver, CO | 40.00 | 94,750. | 8,873. | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

0

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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 | 42,059,938. |
| b | Average of monthly cash balances | 1b | 763,063. |
| c | Fair market value of all other assets | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 42,823,001. |
| e | 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 | 42,823,001. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 642,345. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 42,180,656. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 2,109,033. |

Part XI Distributable Amount (see 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 | 2,109,033. |
| 2a | Tax on investment income for 2008 from Part VI, line 5 | 2a | 9,798. |
| b | Income tax for 2008 (This does not include the tax from Part VI) | 2b | |
| c | Add lines 2a and 2b | 2c | 9,798. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 2,099,235. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | 0. |
| 5 | Add lines 3 and 4 | 5 | 2,099,235. |
| 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 XIII, line 1 | 7 | 2,099,235. |

Part XII Qualifying Distributions (see 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 | 2,461,681. |
| b | Program-related investments - total from Part IX-B | 1b | 0. |
| 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 | 2,461,681. |
| 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 | 5 | 9,798. |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 2,451,883. |

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.

Form 990-PF (2008)

Part XIII Undistributed Income (see instructions)

| | (a) Corpus | (b) Years prior to 2007 | (c) 2007 | (d) 2008 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2008 from Part XI, line 7 | | | | 2,099,235. |
| 2 Undistributed income, if any, as of the end of 2007 | | | | |
| a Enter amount for 2007 only | | | 0. | |
| b Total for prior years | | 0. | | |
| 3 Excess distributions carryover, if any, to 2008 | | | | |
| a From 2003 | | | | |
| b From 2004 | 13,136. | | | |
| c From 2005 | 91,773. | | | |
| d From 2006 | 78,876. | | | |
| e From 2007 | 138,685. | | | |
| f Total of lines 3a through e | 322,470. | | | |
| 4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ 2,461,681. | | | | |
| a Applied to 2007, but not more than line 2a | | | 0. | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | 0. | | |
| c Treated as distributions out of corpus (Election required - see instructions) | 0. | | | |
| d Applied to 2008 distributable amount | | | | 2,099,235. |
| e Remaining amount distributed out of corpus | 362,446. | | | |
| 5 Excess distributions carryover applied to 2008 (If an amount appears in column (d), the same amount must be shown in column (a)) | 0. | | | 0. |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 684,916. | | | |
| b Prior years' undistributed income. Subtract 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 2007 Subtract line 4a from line 2a Taxable amount - see instr | | | 0. | |
| f Undistributed income for 2008 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2009 | | | | 0. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) | 0. | | | |
| 8 Excess distributions carryover from 2003 not applied on line 5 or line 7 | 0. | | | |
| 9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a | 684,916. | | | |
| 10 Analysis of line 9 | | | | |
| a Excess from 2004 | 13,136. | | | |
| b Excess from 2005 | 91,773. | | | |
| c Excess from 2006 | 78,876. | | | |
| d Excess from 2007 | 138,685. | | | |
| e Excess from 2008 | 362,446. | | | |

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

foundation, and the ruling is effective for 2008, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(i)(3) or ☐ 4942(i)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test - enter
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

Sue Anschutz-Rodgers

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed

Sue Anschutz-Rodgers, 303-293-2338

555 17th Street, Suite 2400, Denver, CO 80202

b The form in which applications should be submitted and information and materials they should include

See schedule 4

c Any submission deadlines

See schedule 4

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

See schedule 4

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

| Recipient | 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 |
|--|---|--------------------------------|----------------------------------|------------|
| Name and address (home or business) | | | | |
| a <i>Paid during the year</i> See schedule 5 | | | | 1,999,061. |
| Total | | | 3a | 1,999,061. |
| b <i>Approved for future payment</i> None | | | | |
| Total | | | 3b | 0. |

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- Form 990-PF (2008)

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.) |
|---|--|--|--------------------------------------|----------------------------------|
| 1a | See Schedule 3 | P | Various | Various |
| b | Newport Asia Institutional Fund, LP | P | Various | Various |
| c | Silchester Intl Value Equity Trust | P | Various | Various |
| d | TIFF Private Equity Partners 2006, LLC | P | Various | Various |
| e | TIFF Private Equity Partners 2008, LLC | P | Various | Various |
| f | TIFF Partners III, LLC | P | Various | Various |
| g | TIFF Partners IV, LLC | P | Various | Various |
| h | TIFF Partners V Intl, LLC | P | Various | Various |
| i | TIFF Partners V-US, LLC | P | Various | Various |
| j | Capital Gains Dividends | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| (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) |
|-----------------------|--|---|--|
| a 2,756,210. | | 3,084,297. | <328,087.> |
| b <78,077.> | | | <78,077.> |
| c 482,842. | | | 482,842. |
| d 106,937. | | | 106,937. |
| e 17. | | | 17. |
| f 19,095. | | | 19,095. |
| g 223,327. | | | 223,327. |
| h <1.> | | | <1.> |
| i 5,349. | | | 5,349. |
| j 33,834. | | | 33,834. |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

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

| (i) FMV as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-") |
|------------------------|--------------------------------------|---|--|
| a | | | <328,087.> |
| b | | | <78,077.> |
| c | | | 482,842. |
| d | | | 106,937. |
| e | | | 17. |
| f | | | 19,095. |
| g | | | 223,327. |
| h | | | <1.> |
| i | | | 5,349. |
| j | | | 33,834. |
| k | | | |
| l | | | |
| m | | | |
| n | | | |
| o | | | |

2 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 }

2

465,236.

3 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)
If (loss), enter "-0-" in Part I, line 8

3

N/A

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

| Source | Amount |
|--|--------|
| Citibank | 892. |
| JPMorgan | 89. |
| Total to Form 990-PF, Part I, line 3, Column A | 981. |

Form 990-PF Dividends and Interest from Securities Statement 2

| Source | Gross Amount | Capital Gains Dividends | Column (A) Amount |
|---|--------------|----------------------------|----------------------|
| BankAmerica Corp LTCG | 1,458. | 1,458. | 0. |
| Citifunds Institutional Liquid Reserves | 3,646. | 0. | 3,646. |
| JP Morgan-MM Fund | 767. | 0. | 767. |
| JP Morgan-stocks | 45,688. | 0. | 45,688. |
| Longleaf Partners Small-Cap Fund | 20,638. | 0. | 20,638. |
| MainStay ICAP Equity Portfolio | 135,802. | 0. | 135,802. |
| Newport Asia Institutional Fund, LP | 36,178. | 0. | 36,178. |
| Pimco Short Term Inst'l Fund | 100,525. | 0. | 100,525. |
| Pimco Short Term Inst'l Fund Cap LTCG | 32,366. | 32,366. | 0. |
| Silchester Int'l Investors | 200,967. | 0. | 200,967. |
| TIFF Partners III, LLC | 14,043. | 0. | 14,043. |
| TIFF Partners IV LLC | 24,930. | 0. | 24,930. |
| TIFF Partners V-Int'l, LLC | 9,438. | 0. | 9,438. |
| TIFF Partners V-US, LLC | 3,971. | 0. | 3,971. |
| TIFF Private Equity Partners 2006, LLC | 24,246. | 0. | 24,246. |
| TIFF Private Equity Partners 2008, LLC | 707. | 0. | 707. |
| Transaction Systems Architects STCG | 10. | 10. | 0. |
| Wells Fargo Bank-MM Fund | 1,270. | 0. | 1,270. |
| Wells Fargo Bank-stocks | 11,312. | 0. | 11,312. |
| Total to Fm 990-PF, Part I, ln 4 | 667,962. | 33,834. | 634,128. |

Form 990-PF Other Income Statement 3

| Description | (a) Revenue Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income |
|---|-----------------------------|-----------------------------------|-------------------------------|
| Newport Asia Institutional Fund, LP | <9,421.> | <9,421.> | |
| Silchester Int'l Investors | 193,066. | 193,066. | |
| TIFF Partners III, LLC | 2. | 2. | |
| TIFF Partners III, LLC | <9,086.> | <3,826.> | |
| TIFF Partners IV, LLC | 8,915. | 9,962. | |
| TIFF Partners IV, LLC | 1,800. | 1,800. | |
| TIFF Partners V-International, LLC | <2,665.> | <2,665.> | |
| TIFF Partners V-US, LLC | 57. | 57. | |
| TIFF Partners V-US, LLC | 0. | 1,357. | |
| TIFF Private Equity Partners 2006, LLC | 1,157. | 1,157. | |
| TIFF Private Equity Partners 2006, LLC | <1,404.> | <320.> | |
| TIFF Private Equity Partners 2008, LLC | 1. | 1. | |
| TIFF Private Equity Partners 2008, LLC | <3,349.> | <414.> | |
| TIFF Partners V-US, LLC | <4,851.> | 0. | |
| Total to Form 990-PF, Part I, line 11 | 174,222. | 190,756. | |

Form 990-PF Legal Fees Statement 4

| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes |
|----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|
| Consulting | 1,755. | 0. | | 1,755. |
| To Fm 990-PF, Pg 1, ln 16a | 1,755. | 0. | | 1,755. |

| Form 990-PF | Other Professional Fees | | | Statement | 5 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Asset Mgmt Consulting | 54,330. | 54,330. | | 0. | |
| Computer Consulting | 5,733. | 0. | | 5,733. | |
| To Form 990-PF, Pg 1, ln 16c | 60,063. | 54,330. | | 5,733. | |

| Form 990-PF | Taxes | | | Statement | 6 |
|-----------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Foreign Taxes Withheld | 14,537. | 14,537. | | 0. | |
| 990PF Excise Taxes | 6,000. | 0. | | 0. | |
| To Form 990-PF, Pg 1, ln 18 | 20,537. | 14,537. | | 0. | |

| Form 990-PF | Other Expenses | | | Statement | 7 |
|------------------------------|------------------------------|-----------------------------------|-------------------------------|-------------------------------|---|
| Description | (a) Expenses Per Books | (b) Net Invest- ment Income | (c) Adjusted Net Income | (d) Charitable Purposes | |
| Newport Asia-Portfolio | | | | | |
| Income Deductions | 14,653. | 14,653. | | 0. | |
| Office and Computer Supplies | 8,092. | 0. | | 8,092. | |
| Silchester Advisory Fees | 52,251. | 52,251. | | 0. | |
| TIFF Partners | | | | | |
| III-Contributions | 28. | 28. | | 0. | |
| TIFF Partners III-Other | | | | | |
| Portfolio Deductions | 58. | 58. | | 0. | |
| TIFF Partners III-Portfolio | | | | | |
| Income Deductions | 19,594. | 19,594. | | 0. | |
| TIFF Partners III-Section | | | | | |
| 59(e) Expenditures | 114. | 114. | | 0. | |
| TIFF Partners | | | | | |
| IV-Contributions | 6. | 6. | | 0. | |
| TIFF Partners IV-Deductions | | | | | |
| related to Portfolio Income | 27,593. | 27,593. | | 0. | |
| TIFF Partners IV-Other | | | | | |
| Deductions | 3. | 3. | | 0. | |

| | | | |
|------------------------------|----------|----------|--------|
| TIFF Partners IV-Royalty | | | |
| Income Deduction | 194. | 194. | 0. |
| TIFF Partners IV-Section | | | |
| 59(e) Expenditures | 2,883. | 2,883. | 0. |
| TIFF Partners | | | |
| V-Int'l-Portfolio Income | | | |
| Deductions | 14,694. | 14,694. | 0. |
| TIFF Partners | | | |
| V-US-Contributions | 2. | 2. | 0. |
| TIFF Partners V-US-Other | | | |
| Deductions | 99. | 99. | 0. |
| TIFF Partners V-US-Portfolio | | | |
| Income Deductions | 19,623. | 19,623. | 0. |
| TIFF Partners V-US-Section | | | |
| 179 deduction | 14. | 14. | 0. |
| TIFF Partners V-US-Section | | | |
| 59(e) Expenditures | 342. | 342. | 0. |
| TIFF PEP 2006-Contributions | 14. | 14. | 0. |
| TIFF PEP 2006-Other | | | |
| Deductions | 1,601. | 1,601. | 0. |
| TIFF PEP 2006-Portfolio | | | |
| Income Deductions | 48,490. | 48,490. | 0. |
| TIFF PEP 2006-Section 59(e) | | | |
| Expenditures | 3,598. | 3,598. | 0. |
| TIFF PEP 2008-Portfolio | | | |
| Income Deductions | 31,426. | 31,426. | 0. |
| TIFF PEP 2008-Other | | | |
| Portfolio Deductions | 3. | 3. | 0. |
| TIFF PEP 2008-Cash | | | |
| Contributions | 2. | 2. | 0. |
| TIFF PEP 2008-Section 59(e) | | | |
| expenditures | 1,652. | 1,652. | 0. |
| TIFF PEP 2008-Other | | | |
| Deductions | 3. | 3. | 0. |
| Workers' Compensations | 1,004. | 0. | 1,004. |
| Dell Inspiron Notebook | | | |
| Disposed | 395. | 0. | 395. |
| To Form 990-PF, Pg 1, ln 23 | 248,431. | 238,940. | 9,491. |

Footnotes

Statement 8

The Anschutz Family Foundation exercised expenditure responsibility with respect to the grant paid to Dinosaur Community Charter School (Dinosaur), P.O. Box 240, Dinosaur, CO 81610. The amount of the grant was \$10,000 and was paid on October 1, 2008. The purpose of the grant was for general operating support for the K-12 charter school. A copy of the agreement covering this grant is on file at the Anschutz Family Foundation's principal office. The expenditure report received in August, 2010 from Dinosaur is attached to this return as Schedule 6.

| | | | |
|-------------|-----------------|-----------|---|
| Form 990-PF | Corporate Stock | Statement | 9 |
|-------------|-----------------|-----------|---|

| <u>Description</u> | <u>Book Value</u> | <u>Fair Market Value</u> |
|---|-------------------|--------------------------|
| See schedule 1 | 3,599,552. | 3,759,598. |
| Total to Form 990-PF, Part II, line 10b | 3,599,552. | 3,759,598. |

| | | | |
|-------------|-------------------|-----------|----|
| Form 990-PF | Other Investments | Statement | 10 |
|-------------|-------------------|-----------|----|

| <u>Description</u> | <u>Valuation Method</u> | <u>Book Value</u> | <u>Fair Market Value</u> |
|--|-------------------------|-------------------|--------------------------|
| Mutual Fund Investments | COST | 19,391,344. | 29,546,920. |
| Limited Partnerships | COST | 11,277,297. | 13,099,028. |
| Total to Form 990-PF, Part II, line 13 | | 30,668,641. | 42,645,948. |

Form 990-PF Part VIII - List of Officers, Directors Statement 11
Trustees and Foundation Managers

| Name and Address | Title and Avrg Hrs/Wk | Compensation | Employee Ben Plan Contrib | Expense Account |
|--|---------------------------------|--------------|---------------------------------|--------------------|
| Sue Anschutz-Rodgers 555 17th Street, Suite 2400 Denver, CO 80202 | Chair, President 3.00 | 0. | 0. | 0. |
| Robert S. Rich 555 17th Street, Suite 2400 Denver, CO 80202 | VP, Sec/Asst Treas, Dir 1.00 | 0. | 0. | 0. |
| Susan A. Spindler 555 17th Street, Suite 2400 Denver, CO 80202 | Treasurer 1.00 | 0. | 0. | 0. |
| Susan Rodgers Drumm 555 17th Street, Suite 2400 Denver, CO 80202 | Trustee 0.08 | 0. | 0. | 0. |
| Melinda Rodgers Couzens 555 17th Street, Suite 2400 Denver, CO 80202 | Trustee 0.08 | 0. | 0. | 0. |
| Melissa Rodgers Padgett 555 17th Street, Suite 2400 Denver, CO 80202 | Trustee 0.08 | 0. | 0. | 0. |
| Sarah Anschutz Hunt 555 17th Street, Suite 2400 Denver, CO 80202 | Trustee 0.08 | 0. | 0. | 0. |
| Totals included on 990-PF, Page 6, Part VIII | | 0. | 0. | 0. |

Anschutz Family Foundation
EIN #74-2132676
Schedule attached to 990PF (2008)
As of 11/30/2009

| DESCRIPTION | QUANTITY | COST BASIS | FAIR MARKET VALUE |
|---------------------------------------|----------|------------------|----------------------|
| <u>Investments - Corporate Stocks</u> | | | |
| Stocks held by AlphaOne | 151,490 | 1,995,845 | 1,853,188 |
| Bank of America Corp | 116,824 | 1,307,851 | 1,851,660 |
| Qwest Communications Int'l Inc | 15,000 | 295,856 | 54,750 |
| Total (Part II, Line 10b) | | <u>3,599,552</u> | <u>3,759,598</u> |

ANSCHUTZ FAMILY FOUNDATION
NOVEMBER 30, 2009

| DATE PURCHASED | DESCRIPTION | COST BASIS | | | ACCUMULATED DEPRECIATION | | |
|---|---|---------------------|-----------|------------------|--------------------------|-----------|------------------|
| | | BALANCE 12/01/08 | ADDITIONS | RETIRE- MENTS | BALANCE 12/01/08 | ADDITIONS | RETIRE- MENTS |
| <u>Office Equipment - 16801- -GA-CO-AFF</u> | | | | | | | |
| 11/16/82 | IBM TYPEWRITER | 900 00 | | | 900 00 | | 900 00 |
| 5/05 | 2 Desks/Cabinets/Drawers (Jeff/Mich) | 6,743.55 | | | 4,720 49 | 1,348 71 | 6,069 20 |
| 8/05 | Lat File/Overhead Cabinet/Light/Board (Jeff/Mich) | 2,924 01 | | | 2,046 80 | 584 80 | 2,631 60 |
| | | 10,567 56 | 0 00 | 0 00 | 7,667 29 | 1,933 51 | 9,600 80 |
| <u>Computers - 16802- -GA-CO-AFF</u> | | | | | | | |
| 12/99 | Grant Management Software | 20,700 00 | | (20,700 00) | 20,700 00 | | 0 00 |
| 2/04 | Dell Notebook Computer (Jeff) | 2,165 51 | | (2,165 51) | 1,948.95 | 216 56 | (2,165 51) |
| 5/05 | Dell Inspiron 600m Notebook (Whitney) | 1,975.00 | | (1,975 00) | 1,382.50 | 197 50 | (1,580 00) |
| 5/05 | 2 Dell 19" Flat Screen Monitors (Jeff/Mich) | 785.00 | | | 549 50 | 157 00 | 706 50 |
| 2/06 | Dell Computer (Elaine) | 1,074 00 | | | 537 00 | 214 80 | 751.80 |
| 8/08 | Dell Computer (Michelle) | 1,889.00 | | | 188 90 | 377 80 | 566 70 |
| 10/09 | Latitude E4300 Dell Laptop (Jeff) | | 2,118 00 | | 0 00 | 211 80 | 211 80 |
| 10/09 | Latitude E6400 Dell Laptop (Whitney) | | 1,380 12 | | 0 00 | 138 01 | 138 01 |
| | | 28,588.51 | 3,498 12 | (24,840.51) | 25,306 85 | 1,513 47 | 2,374 81 |
| <u>Printers - 16803- -GA-CO-AFF</u> | | | | | | | |
| 1/05 | HP Laserjet 2300 Printer (Michelle) | 647 79 | | | 453.46 | 129 56 | 583 02 |
| 5/05 | HP Laserjet 1320 Printer (Jeff) | 441.83 | | | 309 29 | 88 37 | 397 66 |
| 3/06 | HP Laserjet 4250 Printer (Elaine) | 1,191.44 | | | 595 72 | 238 29 | 834 01 |
| | | 2,281.06 | 0 00 | 0 00 | 1,358 47 | 456 22 | 1,814 69 |
| | | 41,437.13 | 3,498 12 | (24,840 51) | 34,332 61 | 3,903 20 | 13,790 30 |
| | | | | | | | (395 00) |

NOTE Straight line method of depreciation is used for the purpose of computing net investment income.

NOTE Additions treated as Qualifying Distribution - amounts paid to acquire assets used directly in carrying out charitable purpose in 990PF for respective year

July 27, 2010

Realized Gains and Losses By Category
From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|-----------------------------|--------------------------|------------------|-----------------|-------------------------|---------------|-----------------------------|
| AEROVIRONMENT INC | 04/03/2008 | 01/05/2009 | 75 | 2,929 | 1,570 | 1,359 |
| AEROVIRONMENT INC | 04/03/2008 | 01/05/2009 | 25 | 976 | 523 | 453 |
| AEROVIRONMENT INC | 04/08/2008 | 01/23/2009 | 100 | 3,926 | 2,160 | 1,766 |
| AEROVIRONMENT INC | 04/11/2008 | 02/18/2009 | 100 | 3,894 | 2,095 | 1,799 |
| | | | <u>300</u> | <u>11,725</u> | <u>6,348</u> | <u>5,377</u> |
| ALTRA HOLDINGS INC | 05/07/2008 | 12/05/2008 | 100 | 727 | 1,643 | -915 |
| ALTRA HOLDINGS INC | 05/07/2008 | 12/05/2008 | 100 | 722 | 1,643 | -921 |
| ALTRA HOLDINGS INC | 05/07/2008 | 12/08/2008 | 123 | 924 | 2,021 | -1,097 |
| ALTRA HOLDINGS INC | 05/07/2008 | 12/08/2008 | 177 | 1,337 | 2,908 | -1,571 |
| ALTRA HOLDINGS INC | 05/08/2008 | 12/08/2008 | 100 | 755 | 1,672 | -916 |
| ALTRA HOLDINGS INC | 05/12/2008 | 12/08/2008 | 100 | 755 | 1,650 | -895 |
| ALTRA HOLDINGS INC | 05/12/2008 | 12/08/2008 | <u>300</u> | <u>2,265</u> | <u>4,951</u> | <u>-2,686</u> |
| | | | <u>677</u> | <u>5,112</u> | <u>11,181</u> | <u>-6,069</u> |
| | | | <u>1,000</u> | <u>7,486</u> | <u>16,488</u> | <u>-9,002</u> |
| AMERICAN ECOLOGY CORP COM N | 03/26/2009 | 10/28/2009 | 100 | 1,755 | 1,641 | 114 |
| AMERICAN ECOLOGY CORP COM N | 03/26/2009 | 11/16/2009 | 8 | 137 | 131 | 6 |
| AMERICAN ECOLOGY CORP COM N | 03/26/2009 | 11/16/2009 | 147 | 2,522 | 2,412 | 110 |
| AMERICAN ECOLOGY CORP COM N | 03/26/2009 | 11/30/2009 | 45 | 722 | 738 | -17 |
| AMERICAN ECOLOGY CORP COM N | 03/26/2009 | 11/30/2009 | <u>194</u> | <u>3,111</u> | <u>3,193</u> | <u>-82</u> |
| | | | <u>239</u> | <u>3,833</u> | <u>3,931</u> | <u>-98</u> |
| | | | <u>494</u> | <u>8,247</u> | <u>8,115</u> | <u>132</u> |
| AZZ INCORPORATED | 09/23/2008 | 08/07/2009 | 23 | 845 | 985 | -140 |
| AZZ INCORPORATED | 12/26/2008 | 08/07/2009 | <u>77</u> | <u>2,829</u> | <u>1,813</u> | <u>1,016</u> |
| | | | <u>100</u> | <u>3,675</u> | <u>2,798</u> | <u>877</u> |
| BANK OF THE OZARKS INC COM | 10/02/2008 | 04/07/2009 | 100 | 2,198 | 2,759 | -561 |
| BANK OF THE OZARKS INC COM | 10/02/2008 | 05/05/2009 | 100 | 2,356 | 2,794 | -438 |
| BANK OF THE OZARKS INC COM | 10/02/2008 | 05/05/2009 | 100 | 2,357 | 2,794 | -437 |
| BANK OF THE OZARKS INC COM | 10/07/2008 | 05/05/2009 | <u>100</u> | <u>2,357</u> | <u>2,802</u> | <u>-445</u> |
| | | | <u>200</u> | <u>4,714</u> | <u>5,596</u> | <u>-882</u> |
| BANK OF THE OZARKS INC COM | 10/10/2008 | 05/06/2009 | 100 | 2,346 | 2,292 | 54 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|----------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|-----------------------------|
| BANK OF THE OZARKS INC COM | 01/22/2009 | 05/06/2009 | 3 | 70 | 66 | 4 |
| | | | 103 | 2,417 | 2,358 | 58 |
| BANK OF THE OZARKS INC COM | 01/22/2009 | 05/06/2009 | 7 | 164 | 155 | 10 |
| BANK OF THE OZARKS INC COM | 02/24/2009 | 05/06/2009 | 17 | 399 | 327 | 73 |
| | | | 24 | 564 | 481 | 83 |
| | | | 527 | 12,248 | 13,990 | -1,741 |
| CITI TRENDS INC COM | 08/07/2008 | 03/26/2009 | 100 | 2,011 | 1,948 | 63 |
| CITI TRENDS INC COM | 08/22/2008 | 03/26/2009 | 100 | 2,011 | 1,951 | 61 |
| | | | 200 | 4,023 | 3,899 | 124 |
| CITI TRENDS INC COM | 08/22/2008 | 03/26/2009 | 100 | 2,008 | 1,951 | 58 |
| CITI TRENDS INC COM | 09/23/2008 | 04/01/2009 | 53 | 1,208 | 1,174 | 34 |
| CITI TRENDS INC COM | 10/01/2008 | 04/01/2009 | 47 | 1,072 | 744 | 328 |
| | | | 100 | 2,280 | 1,918 | 362 |
| CITI TRENDS INC COM | 10/01/2008 | 04/13/2009 | 47 | 1,088 | 743 | 345 |
| CITI TRENDS INC COM | 10/01/2008 | 04/13/2009 | 53 | 1,227 | 839 | 389 |
| | | | 100 | 2,316 | 1,582 | 734 |
| CITI TRENDS INC COM | 10/01/2008 | 04/13/2009 | 53 | 1,243 | 838 | 405 |
| CITI TRENDS INC COM | 10/02/2008 | 04/13/2009 | 47 | 1,102 | 704 | 398 |
| | | | 100 | 2,345 | 1,542 | 803 |
| CITI TRENDS INC COM | 10/02/2008 | 04/16/2009 | 53 | 1,235 | 794 | 441 |
| CITI TRENDS INC COM | 10/03/2008 | 04/16/2009 | 7 | 163 | 105 | 58 |
| | | | 60 | 1,398 | 898 | 500 |
| CITI TRENDS INC COM | 10/03/2008 | 04/16/2009 | 5 | 119 | 76 | 44 |
| CITI TRENDS INC COM | 10/03/2008 | 04/16/2009 | 42 | 958 | 634 | 323 |
| CITI TRENDS INC COM | 10/03/2008 | 04/16/2009 | 93 | 2,120 | 1,391 | 730 |
| | | | 135 | 3,078 | 2,025 | 1,053 |
| CITI TRENDS INC COM | 10/03/2008 | 05/04/2009 | 53 | 1,263 | 801 | 462 |
| CITI TRENDS INC COM | 10/06/2008 | 05/04/2009 | 47 | 1,120 | 631 | 489 |
| | | | 100 | 2,383 | 1,432 | 951 |
| CITI TRENDS INC COM | 10/06/2008 | 05/20/2009 | 53 | 1,244 | 712 | 532 |
| CITI TRENDS INC COM | 10/22/2008 | 05/20/2009 | 47 | 1,103 | 666 | 437 |
| | | | 100 | 2,348 | 1,378 | 970 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|----------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|-----------------------------|
| CITI TRENDS INC COM | 10/22/2008 | 05/20/2009 | 100 | 2,338 | 1,417 | 921 |
| | | | 1,100 | 24,636 | 18,117 | 6,519 |
| DAWSON GEOPHYSICAL CO COM | 10/10/2008 | 12/04/2008 | 100 | 1,673 | 2,314 | -642 |
| DAWSON GEOPHYSICAL CO COM | 10/10/2008 | 12/08/2008 | 100 | 1,699 | 2,314 | -615 |
| | | | 200 | 3,372 | 4,629 | -1,257 |
| DEMANDTEC INC | 08/05/2008 | 01/05/2009 | 100 | 803 | 1,019 | -216 |
| DEMANDTEC INC | 08/05/2008 | 01/05/2009 | 100 | 803 | 1,022 | -219 |
| | | | 200 | 1,606 | 2,041 | -436 |
| DEMANDTEC INC | 08/06/2008 | 01/05/2009 | 100 | 802 | 1,045 | -243 |
| DEMANDTEC INC | 08/07/2008 | 01/06/2009 | 100 | 798 | 1,041 | -243 |
| DEMANDTEC INC | 08/07/2008 | 06/09/2009 | 100 | 978 | 1,043 | -66 |
| DEMANDTEC INC | 08/07/2008 | 06/10/2009 | 100 | 969 | 1,043 | -75 |
| DEMANDTEC INC | 08/13/2008 | 07/01/2009 | 100 | 894 | 1,103 | -209 |
| DEMANDTEC INC | 08/13/2008 | 07/01/2009 | 100 | 892 | 1,103 | -212 |
| DEMANDTEC INC | 08/14/2008 | 07/01/2009 | 100 | 892 | 1,104 | -212 |
| | | | 200 | 1,783 | 2,207 | -424 |
| DEMANDTEC INC | 08/14/2008 | 07/01/2009 | 100 | 894 | 1,102 | -208 |
| DEMANDTEC INC | 08/14/2008 | 07/02/2009 | 100 | 779 | 1,102 | -323 |
| DEMANDTEC INC | 08/18/2008 | 07/06/2009 | 200 | 1,594 | 2,102 | -508 |
| | | | 1,300 | 11,098 | 13,831 | -2,733 |
| FGX INTERNATIONAL HOLDINGS | 02/25/2008 | 12/24/2008 | 100 | 1,269 | 1,204 | 66 |
| HARVARD BIOSCIENCE INC | 07/01/2008 | 05/19/2009 | 200 | 665 | 918 | -253 |
| HARVARD BIOSCIENCE INC | 07/02/2008 | 05/19/2009 | 200 | 665 | 929 | -264 |
| | | | 400 | 1,330 | 1,847 | -517 |
| HOUSTON WIRE & CABLE CO | 01/25/2008 | 01/05/2009 | 10 | 89 | 136 | -47 |
| HOUSTON WIRE & CABLE CO | 01/25/2008 | 01/05/2009 | 30 | 266 | 406 | -140 |
| HOUSTON WIRE & CABLE CO | 01/25/2008 | 01/05/2009 | 60 | 533 | 814 | -282 |
| | | | 100 | 888 | 1,356 | -468 |
| HOUSTON WIRE & CABLE CO | 01/25/2008 | 01/05/2009 | 300 | 2,496 | 4,058 | -1,562 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|-----------------------------|
| HOUSTON WIRE & CABLE CO | 01/25/2008 | 01/05/2009 | 242 | 2,160 | 3,273 | -1,113 |
| HOUSTON WIRE & CABLE CO | 01/28/2008 | 01/05/2009 | 58 | 518 | 807 | -289 |
| | | | 300 | 2,677 | 4,080 | -1,403 |
| HOUSTON WIRE & CABLE CO | 01/28/2008 | 01/06/2009 | 100 | 851 | 1,391 | -541 |
| HOUSTON WIRE & CABLE CO | 01/28/2008 | 01/06/2009 | 75 | 638 | 1,043 | -405 |
| HOUSTON WIRE & CABLE CO | 01/28/2008 | 01/06/2009 | 25 | 213 | 348 | -135 |
| HOUSTON WIRE & CABLE CO | 08/11/2008 | 01/06/2009 | 9 | 77 | 180 | -104 |
| HOUSTON WIRE & CABLE CO | 08/11/2008 | 01/06/2009 | 16 | 136 | 321 | -185 |
| HOUSTON WIRE & CABLE CO | 08/11/2008 | 01/06/2009 | 50 | 425 | 1,004 | -579 |
| | | | 100 | 851 | 1,853 | -1,003 |
| HOUSTON WIRE & CABLE CO | 08/11/2008 | 01/06/2009 | 25 | 213 | 501 | -289 |
| HOUSTON WIRE & CABLE CO | 08/11/2008 | 01/06/2009 | 66 | 561 | 1,323 | -763 |
| HOUSTON WIRE & CABLE CO | 08/12/2008 | 01/06/2009 | 34 | 289 | 650 | -361 |
| | | | 100 | 850 | 1,973 | -1,123 |
| HOUSTON WIRE & CABLE CO | 09/23/2008 | 01/07/2009 | 73 | 618 | 1,372 | -754 |
| HOUSTON WIRE & CABLE CO | 10/06/2008 | 01/07/2009 | 27 | 228 | 414 | -186 |
| | | | 100 | 846 | 1,786 | -940 |
| HOUSTON WIRE & CABLE CO | 10/06/2008 | 01/08/2009 | 73 | 618 | 1,119 | -502 |
| HOUSTON WIRE & CABLE CO | 10/07/2008 | 01/08/2009 | 100 | 846 | 1,469 | -623 |
| | | | 173 | 1,464 | 2,589 | -1,125 |
| | | | 1,373 | 11,773 | 20,631 | -8,858 |
| MELLANOX TECHNOLOGIES LTD | 05/05/2008 | 12/09/2008 | 100 | 857 | 1,631 | -774 |
| MELLANOX TECHNOLOGIES LTD | 05/05/2008 | 12/10/2008 | 100 | 856 | 1,631 | -775 |
| MELLANOX TECHNOLOGIES LTD | 05/05/2008 | 01/05/2009 | 100 | 800 | 1,631 | -831 |
| MELLANOX TECHNOLOGIES LTD | 05/05/2008 | 01/05/2009 | 200 | 1,600 | 3,265 | -1,665 |
| | | | 300 | 2,400 | 4,895 | -2,496 |
| MELLANOX TECHNOLOGIES LTD | 05/06/2008 | 01/05/2009 | 100 | 799 | 1,632 | -833 |
| MELLANOX TECHNOLOGIES LTD | 05/06/2008 | 01/05/2009 | 100 | 805 | 1,632 | -827 |
| MELLANOX TECHNOLOGIES LTD | 05/13/2008 | 01/06/2009 | 300 | 2,408 | 5,072 | -2,664 |
| MELLANOX TECHNOLOGIES LTD | 07/22/2008 | 07/21/2009 | 200 | 2,774 | 2,775 | -1 |
| MELLANOX TECHNOLOGIES LTD | 08/11/2008 | 08/04/2009 | 200 | 2,742 | 2,459 | 283 |
| MELLANOX TECHNOLOGIES LTD | 08/14/2008 | 08/04/2009 | 200 | 2,742 | 2,559 | 183 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|-----------------------------|
| MELLANOX TECHNOLOGIES LTD | 08/22/2008 | 08/04/2009 | 200 | 2,742 | 2,508 | 233 |
| | | | 600 | 8,226 | 7,526 | 700 |
| | | | 1,800 | 19,124 | 26,793 | -7,670 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/05/2009 | 100 | 966 | 715 | 251 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/06/2009 | 100 | 1,041 | 728 | 313 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/13/2009 | 100 | 910 | 726 | 184 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/13/2009 | 100 | 910 | 728 | 182 |
| | | | 200 | 1,821 | 1,454 | 366 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/13/2009 | 75 | 677 | 545 | 132 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/13/2009 | 100 | 909 | 726 | 183 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/13/2009 | 25 | 226 | 182 | 44 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/15/2009 | 100 | 790 | 744 | 46 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/15/2009 | 100 | 787 | 726 | 61 |
| MOVADO GROUP INC COM | 12/12/2008 | 01/15/2009 | 100 | 787 | 744 | 43 |
| MOVADO GROUP INC COM | 12/12/2008 | 03/20/2009 | 100 | 766 | 744 | 22 |
| MOVADO GROUP INC COM | 12/12/2008 | 03/23/2009 | 100 | 755 | 744 | 11 |
| MOVADO GROUP INC COM | 12/15/2008 | 03/23/2009 | 100 | 745 | 750 | -5 |
| MOVADO GROUP INC COM | 12/15/2008 | 03/23/2009 | 100 | 761 | 677 | 84 |
| MOVADO GROUP INC COM | 12/15/2008 | 03/23/2009 | 100 | 759 | 677 | 82 |
| MOVADO GROUP INC COM | 12/16/2008 | 03/23/2009 | 100 | 759 | 646 | 113 |
| | | | 200 | 1,518 | 1,323 | 195 |
| MOVADO GROUP INC COM | 12/18/2008 | 03/24/2009 | 100 | 755 | 723 | 32 |
| MOVADO GROUP INC COM | 12/29/2008 | 03/24/2009 | 100 | 766 | 850 | -85 |
| MOVADO GROUP INC COM | 12/29/2008 | 03/30/2009 | 100 | 767 | 850 | -84 |
| MOVADO GROUP INC COM | 12/30/2008 | 03/30/2009 | 100 | 767 | 927 | -161 |
| | | | 200 | 1,533 | 1,777 | -244 |
| | | | 1,900 | 15,600 | 14,151 | 1,449 |
| MSC SOFTWARE CORP COM | 04/04/2008 | 02/26/2009 | 200 | 944 | 2,683 | -1,739 |
| MSC SOFTWARE CORP COM | 09/23/2008 | 02/26/2009 | 23 | 109 | 282 | -173 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|------------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|-----------------------------|
| MSC SOFTWARE CORP COM | 09/23/2008 | 02/26/2009 | 68 | 321 | 833 | -512 |
| | | | 291 | 1,373 | 3,797 | -2,424 |
| MWI VETERINARY SUPPLY INC | 03/28/2008 | 02/06/2009 | 100 | 2,656 | 3,495 | -839 |
| MWI VETERINARY SUPPLY INC | 03/28/2008 | 02/24/2009 | 100 | 2,584 | 3,516 | -933 |
| MWI VETERINARY SUPPLY INC | 03/28/2008 | 03/10/2009 | 100 | 2,576 | 3,501 | -925 |
| MWI VETERINARY SUPPLY INC | 03/31/2008 | 03/10/2009 | 100 | 2,576 | 3,527 | -950 |
| | | | 200 | 5,153 | 7,028 | -1,875 |
| | | | 400 | 10,392 | 14,039 | -3,647 |
| NU HORIZONS ELECTRONICS CORP | 04/04/2008 | 12/05/2008 | 100 | 134 | 663 | -529 |
| NU HORIZONS ELECTRONICS CORP | 04/04/2008 | 12/08/2008 | 300 | 382 | 1,989 | -1,607 |
| NU HORIZONS ELECTRONICS CORP | 05/14/2008 | 12/08/2008 | 100 | 130 | 647 | -517 |
| NU HORIZONS ELECTRONICS CORP | 05/14/2008 | 12/09/2008 | 100 | 123 | 644 | -521 |
| NU HORIZONS ELECTRONICS CORP | 09/23/2008 | 12/09/2008 | 188 | 231 | 846 | -615 |
| | | | 288 | 354 | 1,490 | -1,136 |
| | | | 788 | 1,001 | 4,789 | -3,788 |
| SI INTL INC COM | 03/24/2008 | 12/30/2008 | 300 | 9,600 | 5,828 | 3,773 |
| SI INTL INC COM | 04/22/2008 | 12/30/2008 | 100 | 3,200 | 2,209 | 991 |
| SI INTL INC COM | 05/16/2008 | 12/30/2008 | 25 | 800 | 613 | 187 |
| SI INTL INC COM | 05/16/2008 | 12/30/2008 | 75 | 2,400 | 1,839 | 561 |
| SI INTL INC COM | 06/25/2008 | 12/30/2008 | 200 | 6,400 | 4,443 | 1,957 |
| | | | 700 | 22,400 | 14,932 | 7,468 |
| SMART BALANCE INC | 03/07/2008 | 02/12/2009 | 500 | 2,956 | 3,774 | -818 |
| SMART BALANCE INC. | 03/10/2008 | 02/12/2009 | 100 | 591 | 744 | -153 |
| | | | 600 | 3,547 | 4,517 | -971 |
| SMART BALANCE INC | 03/10/2008 | 02/13/2009 | 200 | 1,192 | 1,487 | -295 |
| SMART BALANCE INC | 03/10/2008 | 02/23/2009 | 400 | 2,378 | 2,975 | -597 |
| | | | 1,200 | 7,117 | 8,980 | -1,863 |
| STEINER LEISURE LTD COM | 03/24/2008 | 01/05/2009 | 100 | 2,899 | 3,663 | -763 |
| TITAN MACHINERY INC | 01/23/2008 | 12/15/2008 | 200 | 2,659 | 3,093 | -433 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Short Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Short Term Gains</u> |
|--------------------------|--------------------------|------------------|-----------------|-------------------------|--------------|-----------------------------|
| TITAN MACHINERY INC | 08/11/2008 | 06/03/2009 | 100 | 1,399 | 2,144 | -745 |
| | | | <u>300</u> | <u>4,058</u> | <u>5,237</u> | <u>-1,179</u> |
| Short Term Gains (Sales) | | | | 180,823 | 204,376 | -23,554 |

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|---------------|----------------------------|
| AMBASSADORS GROUP INC COM | 01/25/2008 | 06/26/2009 | 100 | 1,367 | 1,715 | -348 |
| AMBASSADORS GROUP INC COM | 01/25/2008 | 08/06/2009 | 100 | 1,557 | 1,715 | -158 |
| AMBASSADORS GROUP INC COM | 01/25/2008 | 08/07/2009 | 200 | 3,135 | 3,430 | -295 |
| | | | <u>400</u> | <u>6,059</u> | <u>6,860</u> | <u>-801</u> |
| AZZ INCORPORATED | 12/17/2007 | 04/01/2009 | 25 | 637 | 693 | -56 |
| AZZ INCORPORATED | 12/17/2007 | 04/01/2009 | <u>75</u> | <u>1,912</u> | <u>2,080</u> | <u>-168</u> |
| | | | 100 | 2,550 | 2,774 | -224 |
| AZZ INCORPORATED | 12/17/2007 | 04/01/2009 | 100 | 2,576 | 2,766 | -191 |
| AZZ INCORPORATED | 01/07/2008 | 06/01/2009 | 100 | 3,693 | 3,126 | 567 |
| AZZ INCORPORATED | 01/17/2008 | 06/25/2009 | 100 | 3,419 | 3,172 | 247 |
| AZZ INCORPORATED | 01/22/2008 | 06/25/2009 | 100 | 3,406 | 3,172 | 233 |
| AZZ INCORPORATED | 01/22/2008 | 06/26/2009 | 100 | 3,164 | 3,172 | -9 |
| | | | <u>600</u> | <u>18,806</u> | <u>18,182</u> | <u>624</u> |
| BALCHEM CORP CLASS B | 04/18/2007 | 04/01/2009 | 100 | 2,429 | 1,762 | 668 |
| BALCHEM CORP CLASS B | 04/23/2007 | 04/01/2009 | 100 | 2,429 | 1,852 | 577 |
| BALCHEM CORP CLASS B | 04/25/2007 | 04/01/2009 | <u>100</u> | <u>2,429</u> | <u>1,900</u> | <u>529</u> |
| | | | 300 | 7,287 | 5,514 | 1,774 |
| BALCHEM CORP CLASS B | 04/26/2007 | 05/01/2009 | 100 | 2,525 | 1,899 | 626 |
| BALCHEM CORP CLASS B | 04/26/2007 | 05/04/2009 | 14 | 352 | 266 | 86 |
| BALCHEM CORP CLASS B | 04/27/2007 | 05/04/2009 | <u>86</u> | <u>2,160</u> | <u>1,633</u> | <u>527</u> |
| | | | 100 | 2,512 | 1,899 | 612 |
| BALCHEM CORP CLASS B | 04/27/2007 | 07/30/2009 | 69 | 1,867 | 1,311 | 556 |
| BALCHEM CORP CLASS B | 04/30/2007 | 07/30/2009 | 50 | 1,353 | 932 | 421 |

Realized Gains and Losses By Category
From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| BALCHEM CORP CLASS B | 04/30/2007 | 07/30/2009 | 81 | 2,191 | 1,510 | 681 |
| | | | 200 | 5,411 | 3,752 | 1,658 |
| BALCHEM CORP CLASS B | 04/30/2007 | 10/29/2009 | 13 | 364 | 242 | 122 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/02/2009 | 16 | 448 | 298 | 149 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/03/2009 | 9 | 252 | 168 | 84 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/04/2009 | 12 | 336 | 224 | 113 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/25/2009 | 19 | 612 | 354 | 258 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/25/2009 | 65 | 2,095 | 1,219 | 876 |
| | | | 84 | 2,707 | 1,573 | 1,135 |
| BALCHEM CORP CLASS B | 04/30/2007 | 11/30/2009 | 16 | 496 | 300 | 196 |
| | | | 850 | 22,337 | 15,869 | 6,468 |
| BIO-REFERENCE LABS INC | 08/30/2006 | 12/15/2008 | 100 | 2,371 | 2,044 | 327 |
| BIO-REFERENCE LABS INC | 08/30/2006 | 12/15/2008 | 100 | 2,372 | 2,053 | 318 |
| BIO-REFERENCE LABS INC | 08/30/2006 | 12/23/2008 | 100 | 2,646 | 2,053 | 593 |
| BIO-REFERENCE LABS INC | 01/23/2007 | 12/23/2008 | 100 | 2,646 | 2,262 | 384 |
| | | | 200 | 5,293 | 4,316 | 977 |
| BIO-REFERENCE LABS INC | 01/23/2007 | 01/05/2009 | 100 | 2,641 | 2,262 | 379 |
| BIO-REFERENCE LABS INC | 01/23/2007 | 01/05/2009 | 100 | 2,640 | 2,262 | 378 |
| BIO-REFERENCE LABS INC | 01/23/2007 | 01/15/2009 | 100 | 2,507 | 2,262 | 245 |
| BIO-REFERENCE LABS INC | 01/23/2007 | 06/04/2009 | 100 | 2,951 | 2,262 | 688 |
| BIO-REFERENCE LABS INC | 02/02/2007 | 06/04/2009 | 26 | 766 | 612 | 155 |
| BIO-REFERENCE LABS INC | 02/02/2007 | 06/04/2009 | 74 | 2,180 | 1,746 | 435 |
| | | | 100 | 2,946 | 2,357 | 589 |
| BIO-REFERENCE LABS INC | 12/20/2007 | 06/19/2009 | 100 | 3,160 | 3,292 | -132 |
| BIO-REFERENCE LABS INC | 12/24/2007 | 06/19/2009 | 100 | 3,160 | 3,302 | -143 |
| | | | 200 | 6,320 | 6,594 | -275 |
| BIO-REFERENCE LABS INC | 01/04/2008 | 07/15/2009 | 100 | 3,006 | 3,080 | -75 |
| BIO-REFERENCE LABS INC | 01/04/2008 | 09/03/2009 | 59 | 2,044 | 1,817 | 226 |
| | | | 1,259 | 35,090 | 31,311 | 3,779 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------|--------------------------|------------------|-----------------|-------------------------|---------------|----------------------------|
| BITSTREAM INC | 11/08/2006 | 05/12/2009 | 200 | 908 | 1,884 | -976 |
| BITSTREAM INC | 11/08/2006 | 05/12/2009 | 100 | 455 | 942 | -487 |
| BITSTREAM INC | 11/08/2006 | 05/12/2009 | 5 | 23 | 47 | -24 |
| BITSTREAM INC | 11/09/2006 | 05/12/2009 | 25 | 114 | 237 | -123 |
| BITSTREAM INC | 11/09/2006 | 05/12/2009 | 75 | 341 | 710 | -368 |
| BITSTREAM INC | 11/14/2006 | 05/12/2009 | 25 | 114 | 238 | -124 |
| BITSTREAM INC | 11/14/2006 | 05/12/2009 | 70 | 319 | 667 | -349 |
| | | | <u>200</u> | <u>910</u> | <u>1,899</u> | <u>-989</u> |
| BITSTREAM INC | 11/14/2006 | 05/13/2009 | 5 | 23 | 48 | -25 |
| BITSTREAM INC | 11/15/2006 | 05/13/2009 | 25 | 114 | 238 | -124 |
| BITSTREAM INC | 11/15/2006 | 05/13/2009 | 70 | 319 | 667 | -348 |
| | | | <u>100</u> | <u>456</u> | <u>953</u> | <u>-497</u> |
| BITSTREAM INC | 11/15/2006 | 05/18/2009 | 5 | 22 | 48 | -25 |
| BITSTREAM INC | 12/01/2006 | 05/18/2009 | 45 | 202 | 391 | -188 |
| BITSTREAM INC | 12/01/2006 | 05/18/2009 | 50 | 225 | 434 | -209 |
| | | | <u>100</u> | <u>449</u> | <u>872</u> | <u>-423</u> |
| BITSTREAM INC | 12/01/2006 | 05/22/2009 | 100 | 449 | 868 | -419 |
| BITSTREAM INC | 12/01/2006 | 05/22/2009 | 5 | 22 | 43 | -21 |
| BITSTREAM INC | 12/05/2006 | 05/22/2009 | 95 | 427 | 839 | -413 |
| | | | <u>100</u> | <u>449</u> | <u>883</u> | <u>-434</u> |
| | | | <u>900</u> | <u>4,077</u> | <u>8,301</u> | <u>-4,225</u> |
| CITI TRENDS INC COM | 08/20/2007 | 12/08/2008 | 100 | 1,383 | 2,383 | -1,000 |
| CITI TRENDS INC COM | 08/23/2007 | 03/12/2009 | 100 | 1,412 | 2,286 | -874 |
| CITI TRENDS INC COM | 08/24/2007 | 03/12/2009 | 200 | 2,824 | 4,564 | -1,740 |
| | | | <u>300</u> | <u>4,236</u> | <u>6,850</u> | <u>-2,614</u> |
| CITI TRENDS INC COM | 11/07/2007 | 03/23/2009 | 25 | 385 | 438 | -52 |
| CITI TRENDS INC COM | 11/07/2007 | 03/23/2009 | 75 | 1,156 | 1,313 | -157 |
| | | | <u>100</u> | <u>1,541</u> | <u>1,750</u> | <u>-209</u> |
| CITI TRENDS INC COM | 03/11/2008 | 03/26/2009 | 200 | 4,023 | 2,778 | 1,245 |
| | | | <u>700</u> | <u>11,183</u> | <u>13,762</u> | <u>-2,579</u> |
| CYBERSOURCE CORP | 08/08/2007 | 01/30/2009 | 80 | 958 | 956 | 2 |
| CYBERSOURCE CORP | 08/28/2007 | 01/30/2009 | 220 | 2,636 | 2,716 | -80 |
| | | | <u>300</u> | <u>3,594</u> | <u>3,672</u> | <u>-78</u> |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|----------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| CYBERSOURCE CORP | 08/28/2007 | 01/30/2009 | 100 | 1,198 | 1,235 | -37 |
| | | | 400 | 4,792 | 4,907 | -114 |
| DONEGAL GROUP INC CL A | 09/13/2007 | 03/20/2009 | 200 | 3,114 | 3,199 | -85 |
| DONEGAL GROUP INC CL A | 09/13/2007 | 07/16/2009 | 100 | 1,617 | 1,599 | 17 |
| DONEGAL GROUP INC CL A | 09/13/2007 | 11/16/2009 | 66 | 982 | 1,056 | -74 |
| DONEGAL GROUP INC CL A | 09/13/2007 | 11/17/2009 | 44 | 652 | 704 | -52 |
| | | | 410 | 6,364 | 6,557 | -193 |
| EMS TECHNOLOGIES INC COM | 06/05/2006 | 12/22/2008 | 200 | 5,301 | 4,008 | 1,293 |
| EMS TECHNOLOGIES INC COM | 06/05/2006 | 12/22/2008 | 100 | 2,626 | 2,004 | 622 |
| EMS TECHNOLOGIES INC COM | 10/17/2006 | 12/22/2008 | 200 | 5,252 | 3,793 | 1,459 |
| | | | 300 | 7,878 | 5,797 | 2,081 |
| EMS TECHNOLOGIES INC COM | 10/17/2006 | 12/23/2008 | 100 | 2,630 | 1,897 | 733 |
| | | | 600 | 15,809 | 11,702 | 4,107 |
| EXPONENT INC COM | 10/17/2007 | 07/22/2009 | 100 | 2,739 | 2,688 | 51 |
| FGX INTERNATIONAL HOLDINGS | 10/24/2007 | 12/24/2008 | 10 | 128 | 160 | -32 |
| FGX INTERNATIONAL HOLDINGS | 10/25/2007 | 12/24/2008 | 100 | 1,276 | 1,704 | -428 |
| FGX INTERNATIONAL HOLDINGS | 10/26/2007 | 12/24/2008 | 90 | 1,148 | 1,532 | -384 |
| FGX INTERNATIONAL HOLDINGS | 10/26/2007 | 12/24/2008 | 100 | 1,276 | 1,691 | -416 |
| | | | 300 | 3,827 | 5,087 | -1,261 |
| FGX INTERNATIONAL HOLDINGS | 10/26/2007 | 12/24/2008 | 110 | 1,396 | 1,872 | -476 |
| FGX INTERNATIONAL HOLDINGS | 10/31/2007 | 12/24/2008 | 100 | 1,269 | 1,699 | -429 |
| FGX INTERNATIONAL HOLDINGS | 10/31/2007 | 12/24/2008 | 200 | 2,538 | 3,426 | -888 |
| FGX INTERNATIONAL HOLDINGS | 11/01/2007 | 12/24/2008 | 200 | 2,538 | 3,385 | -847 |
| FGX INTERNATIONAL HOLDINGS | 11/01/2007 | 12/24/2008 | 300 | 3,807 | 5,114 | -1,307 |
| FGX INTERNATIONAL HOLDINGS | 11/02/2007 | 12/24/2008 | 53 | 673 | 893 | -220 |
| FGX INTERNATIONAL HOLDINGS | 11/02/2007 | 12/24/2008 | 137 | 1,739 | 2,300 | -561 |
| | | | 1,100 | 13,961 | 18,689 | -4,728 |
| | | | 1,400 | 17,788 | 23,777 | -5,989 |
| FORRESTER RESEARCH INC COM | 01/10/2006 | 01/02/2009 | 100 | 2,839 | 1,864 | 975 |
| GP STRATEGIES CORP COM | 05/17/2007 | 05/07/2009 | 200 | 942 | 2,008 | -1,066 |

Realized Gains and Losses By Category
From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|-----------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| GP STRATEGIES CORP COM | 05/18/2007 | 05/07/2009 | 200 | 942 | 1,998 | -1,056 |
| | | | 400 | 1,884 | 4,006 | -2,122 |
| GP STRATEGIES CORP COM | 05/18/2007 | 06/25/2009 | 100 | 598 | 999 | -401 |
| GP STRATEGIES CORP COM | 05/18/2007 | 06/25/2009 | 50 | 300 | 499 | -200 |
| GP STRATEGIES CORP COM | 05/18/2007 | 06/25/2009 | 250 | 1,499 | 2,497 | -998 |
| | | | 300 | 1,799 | 2,997 | -1,198 |
| GP STRATEGIES CORP COM | 05/18/2007 | 08/07/2009 | 300 | 2,052 | 2,997 | -944 |
| GP STRATEGIES CORP COM | 05/18/2007 | 08/10/2009 | 200 | 1,347 | 1,998 | -651 |
| | | | 1,300 | 7,681 | 12,997 | -5,316 |
| GREAT LAKES DREDGE & DOCK C | 06/28/2007 | 11/10/2009 | 177 | 1,224 | 1,694 | -470 |
| GREAT LAKES DREDGE & DOCK C | 06/28/2007 | 11/11/2009 | 179 | 1,247 | 1,713 | -466 |
| | | | 356 | 2,470 | 3,406 | -936 |
| HANGER ORTHOPEDIC GROUP INC | 05/12/2008 | 05/15/2009 | 100 | 1,351 | 1,257 | 95 |
| HARVARD BIOSCIENCE INC | 07/07/2008 | 11/02/2009 | 68 | 272 | 320 | -47 |
| HARVARD BIOSCIENCE INC | 07/07/2008 | 11/03/2009 | 32 | 128 | 150 | -23 |
| | | | 100 | 400 | 470 | -70 |
| HMS HLDGS CORP COM | 03/14/2006 | 12/01/2008 | 100 | 2,845 | 772 | 2,074 |
| HMS HLDGS CORP COM | 03/14/2006 | 12/01/2008 | 100 | 2,836 | 772 | 2,065 |
| HMS HLDGS CORP COM | 05/26/2006 | 01/05/2009 | 50 | 1,560 | 455 | 1,104 |
| HMS HLDGS CORP COM | 05/26/2006 | 01/05/2009 | 150 | 4,679 | 1,366 | 3,313 |
| HMS HLDGS CORP COM | 05/30/2006 | 01/05/2009 | 75 | 2,340 | 694 | 1,645 |
| HMS HLDGS CORP COM | 05/30/2006 | 01/05/2009 | 125 | 3,899 | 1,157 | 2,742 |
| | | | 400 | 12,478 | 3,673 | 8,805 |
| HMS HLDGS CORP COM | 05/30/2006 | 02/05/2009 | 100 | 3,345 | 926 | 2,420 |
| HMS HLDGS CORP COM | 05/31/2006 | 02/20/2009 | 25 | 865 | 239 | 626 |
| HMS HLDGS CORP COM | 05/31/2006 | 02/20/2009 | 75 | 2,593 | 717 | 1,877 |
| | | | 100 | 3,458 | 955 | 2,503 |
| HMS HLDGS CORP COM | 02/25/2008 | 03/13/2009 | 100 | 3,503 | 2,997 | 507 |
| HMS HLDGS CORP COM | 05/12/2008 | 06/26/2009 | 25 | 1,009 | 515 | 494 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|-------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| HMS HLDGS CORP COM | 05/12/2008 | 06/26/2009 | 75 | 3,026 | 1,544 | 1,482 |
| | | | 100 | 4,035 | 2,059 | 1,976 |
| | | | 1,000 | 32,501 | 12,152 | 20,349 |
| HOUSTON WIRE & CABLE CO | 11/23/2007 | 01/05/2009 | 100 | 887 | 1,400 | -512 |
| IBERIABANK CORP | 08/23/2006 | 03/10/2009 | 100 | 4,190 | 5,810 | -1,621 |
| IBERIABANK CORP | 09/01/2006 | 11/16/2009 | 43 | 2,221 | 2,528 | -307 |
| | | | 143 | 6,411 | 8,339 | -1,928 |
| KADANT INC | 04/09/2007 | 12/05/2008 | 34 | 432 | 852 | -420 |
| KADANT INC | 04/10/2007 | 12/05/2008 | 100 | 1,271 | 2,571 | -1,300 |
| KADANT INC | 04/11/2007 | 12/05/2008 | 66 | 839 | 1,687 | -848 |
| | | | 200 | 2,542 | 5,111 | -2,568 |
| KADANT INC | 04/11/2007 | 12/05/2008 | 100 | 1,270 | 2,556 | -1,286 |
| KADANT INC | 04/11/2007 | 12/05/2008 | 134 | 1,694 | 3,425 | -1,730 |
| KADANT INC | 04/12/2007 | 12/05/2008 | 200 | 2,529 | 5,200 | -2,671 |
| KADANT INC | 04/13/2007 | 12/05/2008 | 66 | 835 | 1,725 | -890 |
| | | | 400 | 5,058 | 10,349 | -5,291 |
| KADANT INC | 04/13/2007 | 12/08/2008 | 34 | 439 | 888 | -449 |
| KADANT INC | 04/16/2007 | 12/08/2008 | 20 | 258 | 538 | -280 |
| | | | 54 | 698 | 1,427 | -729 |
| KADANT INC | 04/16/2007 | 12/08/2008 | 31 | 401 | 835 | -434 |
| KADANT INC | 04/16/2007 | 12/08/2008 | 49 | 633 | 1,319 | -686 |
| KADANT INC | 04/19/2007 | 12/08/2008 | 100 | 1,293 | 2,701 | -1,408 |
| | | | 149 | 1,926 | 4,020 | -2,094 |
| | | | 934 | 11,895 | 24,297 | -12,402 |
| LABARGE INC | 08/26/2005 | 01/02/2009 | 100 | 1,367 | 1,358 | 9 |
| LABARGE INC | 08/26/2005 | 01/02/2009 | 100 | 1,351 | 1,358 | -7 |
| LABARGE INC | 08/26/2005 | 01/02/2009 | 200 | 2,748 | 2,716 | 32 |
| | | | 400 | 5,466 | 5,431 | 35 |
| LMIAEROSPACE INC COM | 07/10/2007 | 01/23/2009 | 50 | 507 | 1,251 | -744 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| LMIAEROSPACE INC COM | 07/10/2007 | 01/23/2009 | 50 | 507 | 1,251 | -744 |
| | | | 100 | 1,014 | 2,502 | -1,487 |
| LMIAEROSPACE INC COM | 07/11/2007 | 01/26/2009 | 25 | 250 | 626 | -376 |
| LMIAEROSPACE INC COM | 07/11/2007 | 01/26/2009 | 75 | 743 | 1,877 | -1,134 |
| LMIAEROSPACE INC COM | 07/12/2007 | 01/26/2009 | 25 | 248 | 641 | -393 |
| | | | 100 | 991 | 2,518 | -1,527 |
| LMIAEROSPACE INC COM | 07/12/2007 | 01/26/2009 | 75 | 749 | 1,922 | -1,174 |
| LMIAEROSPACE INC COM | 07/13/2007 | 01/27/2009 | 12 | 118 | 312 | -194 |
| LMIAEROSPACE INC COM | 07/13/2007 | 01/27/2009 | 37 | 364 | 962 | -598 |
| LMIAEROSPACE INC COM | 07/20/2007 | 01/27/2009 | 10 | 98 | 255 | -157 |
| LMIAEROSPACE INC COM | 07/20/2007 | 01/27/2009 | 30 | 295 | 766 | -471 |
| LMIAEROSPACE INC COM | 07/23/2007 | 01/27/2009 | 42 | 413 | 1,072 | -659 |
| | | | 131 | 1,289 | 3,367 | -2,078 |
| LMIAEROSPACE INC COM | 07/23/2007 | 01/27/2009 | 11 | 107 | 281 | -174 |
| LMIAEROSPACE INC COM | 07/23/2007 | 01/27/2009 | 58 | 564 | 1,481 | -917 |
| | | | 69 | 671 | 1,762 | -1,090 |
| LMIAEROSPACE INC COM | 07/23/2007 | 03/10/2009 | 100 | 445 | 2,553 | -2,108 |
| LMIAEROSPACE INC COM | 07/24/2007 | 03/10/2009 | 100 | 466 | 2,489 | -2,022 |
| LMIAEROSPACE INC COM | 07/27/2007 | 03/11/2009 | 100 | 422 | 2,343 | -1,921 |
| LMIAEROSPACE INC COM | 08/03/2007 | 03/11/2009 | 200 | 851 | 4,782 | -3,932 |
| LMIAEROSPACE INC COM | 08/06/2007 | 03/11/2009 | 100 | 439 | 2,308 | -1,869 |
| | | | 1,100 | 7,587 | 27,171 | -19,584 |
| Longleaf Small Cap Fund | 04/29/1998 | 11/17/2009 | 48,948 | 1,000,000 | 1,207,538 | -207,538 |
| MELLANOX TECHNOLOGIES LTD | 05/23/2008 | 07/21/2009 | 100 | 1,387 | 1,560 | -173 |
| MELLANOX TECHNOLOGIES LTD | 05/28/2008 | 07/21/2009 | 100 | 1,387 | 1,602 | -215 |
| MELLANOX TECHNOLOGIES LTD | 06/03/2008 | 07/21/2009 | 300 | 4,161 | 5,105 | -944 |
| | | | 500 | 6,935 | 8,267 | -1,332 |
| MSC SOFTWARE CORP COM | 10/17/2005 | 02/04/2009 | 400 | 2,357 | 5,780 | -3,423 |
| MSC SOFTWARE CORP COM | 10/17/2005 | 02/04/2009 | 100 | 578 | 1,445 | -867 |
| MSC SOFTWARE CORP COM | 10/31/2005 | 02/05/2009 | 100 | 580 | 1,445 | -865 |
| MSC SOFTWARE CORP COM | 10/31/2005 | 02/06/2009 | 300 | 1,844 | 4,335 | -2,491 |
| MSC SOFTWARE CORP COM | 10/31/2005 | 02/26/2009 | 100 | 472 | 1,445 | -973 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|------------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| MSC SOFTWARE CORP COM | 01/03/2007 | 02/26/2009 | 200 | 944 | 3,050 | -2,106 |
| | | | 300 | 1,416 | 4,495 | -3,079 |
| | | | 1,200 | 6,775 | 17,500 | -10,724 |
| MWI VETERINARY SUPPLY INC | 04/03/2008 | 06/25/2009 | 100 | 3,428 | 3,681 | -253 |
| MWI VETERINARY SUPPLY INC | 04/04/2008 | 07/30/2009 | 100 | 3,941 | 3,688 | 253 |
| MWI VETERINARY SUPPLY INC | 04/18/2008 | 09/14/2009 | 61 | 2,422 | 2,148 | 274 |
| MWI VETERINARY SUPPLY INC | 04/18/2008 | 10/22/2009 | 39 | 1,532 | 1,373 | 159 |
| MWI VETERINARY SUPPLY INC | 04/18/2008 | 10/22/2009 | 52 | 2,043 | 1,837 | 206 |
| | | | 91 | 3,575 | 3,211 | 364 |
| MWI VETERINARY SUPPLY INC | 04/18/2008 | 10/23/2009 | 9 | 350 | 318 | 32 |
| | | | 361 | 13,717 | 13,046 | 670 |
| NCI INC CLASS A | 06/26/2006 | 12/05/2008 | 19 | 546 | 246 | 300 |
| NCI INC CLASS A | 06/27/2006 | 12/05/2008 | 23 | 661 | 299 | 362 |
| NCI INC CLASS A | 06/27/2006 | 12/05/2008 | 58 | 1,667 | 756 | 911 |
| | | | 100 | 2,874 | 1,302 | 1,572 |
| NCI INC CLASS A | 06/27/2006 | 01/05/2009 | 200 | 6,171 | 2,601 | 3,571 |
| NCI INC CLASS A | 06/27/2006 | 06/19/2009 | 100 | 3,189 | 1,300 | 1,889 |
| NCI INC CLASS A | 06/27/2006 | 06/22/2009 | 100 | 3,097 | 1,300 | 1,797 |
| | | | 500 | 15,332 | 6,503 | 8,829 |
| NEOGEN CORP COM | 07/21/2006 | 01/30/2009 | 100 | 2,574 | 1,189 | 1,386 |
| NEOGEN CORP COM | 07/21/2006 | 03/06/2009 | 50 | 922 | 594 | 328 |
| NEOGEN CORP COM | 07/24/2006 | 03/06/2009 | 50 | 922 | 605 | 317 |
| | | | 100 | 1,844 | 1,199 | 645 |
| NEOGEN CORP COM | 07/24/2006 | 03/12/2009 | 38 | 711 | 453 | 258 |
| NEOGEN CORP COM | 07/24/2006 | 03/12/2009 | 63 | 1,185 | 756 | 429 |
| | | | 100 | 1,896 | 1,209 | 687 |
| | | | 300 | 6,315 | 3,597 | 2,718 |
| NU HORIZONS ELECTRONICS CORP | 10/11/2007 | 12/01/2008 | 100 | 124 | 802 | -678 |
| NU HORIZONS ELECTRONICS CORP | 10/11/2007 | 12/01/2008 | 100 | 120 | 802 | -682 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|--------------------------------|--------------------------|------------------|-----------------|-------------------------|---------------|----------------------------|
| NU HORIZONS ELECTRONICS CORP | 10/11/2007 | 12/04/2008 | 100 | 140 | 802 | -662 |
| NU HORIZONS ELECTRONICS CORP | 10/11/2007 | 12/04/2008 | 100 | 141 | 802 | -662 |
| | | | <u>400</u> | <u>525</u> | <u>3,209</u> | <u>-2,684</u> |
| OLD DOMINION FREIGHT LINES IN | 01/31/2008 | 02/12/2009 | 200 | 4,999 | 5,808 | -809 |
| ON ASSIGNMENT INC COM | 07/06/2006 | 11/02/2009 | 174 | 1,039 | 1,685 | -645 |
| ORBIT INTERNATIONAL CORP | 02/23/2006 | 12/08/2008 | 100 | 146 | 1,346 | -1,200 |
| ORBIT INTERNATIONAL CORP | 02/24/2006 | 12/08/2008 | 100 | 146 | 1,353 | -1,208 |
| ORBIT INTERNATIONAL CORP | 03/14/2006 | 12/08/2008 | 100 | 146 | 916 | -770 |
| | | | <u>300</u> | <u>437</u> | <u>3,615</u> | <u>-3,179</u> |
| ORBIT INTERNATIONAL CORP | 03/14/2006 | 12/19/2008 | 100 | 168 | 916 | -749 |
| ORBIT INTERNATIONAL CORP | 12/06/2006 | 12/19/2008 | 67 | 112 | 502 | -390 |
| ORBIT INTERNATIONAL CORP | 12/11/2006 | 12/19/2008 | 25 | 42 | 195 | -153 |
| ORBIT INTERNATIONAL CORP | 12/11/2006 | 12/19/2008 | 75 | 126 | 584 | -458 |
| ORBIT INTERNATIONAL CORP | 12/12/2006 | 12/19/2008 | 25 | 42 | 200 | -159 |
| ORBIT INTERNATIONAL CORP | 12/12/2006 | 12/19/2008 | 75 | 126 | 601 | -476 |
| ORBIT INTERNATIONAL CORP | 12/19/2006 | 12/19/2008 | 49 | 82 | 383 | -301 |
| ORBIT INTERNATIONAL CORP | 12/26/2006 | 12/19/2008 | 84 | 141 | 677 | -536 |
| ORBIT INTERNATIONAL CORP | 01/10/2007 | 12/19/2008 | 100 | 168 | 810 | -643 |
| ORBIT INTERNATIONAL CORP | 01/11/2007 | 12/19/2008 | 100 | 168 | 812 | -645 |
| ORBIT INTERNATIONAL CORP | 01/17/2007 | 12/19/2008 | 25 | 42 | 203 | -161 |
| ORBIT INTERNATIONAL CORP | 01/17/2007 | 12/19/2008 | 75 | 126 | 610 | -484 |
| ORBIT INTERNATIONAL CORP | 01/24/2007 | 12/19/2008 | 100 | 168 | 817 | -650 |
| ORBIT INTERNATIONAL CORP | 01/25/2007 | 12/19/2008 | 100 | 168 | 812 | -645 |
| ORBIT INTERNATIONAL CORP | 01/25/2007 | 12/19/2008 | 100 | 168 | 812 | -645 |
| ORBIT INTERNATIONAL CORP | 01/26/2007 | 12/19/2008 | 25 | 42 | 202 | -160 |
| ORBIT INTERNATIONAL CORP | 01/26/2007 | 12/19/2008 | 75 | 126 | 606 | -481 |
| | | | <u>1,200</u> | <u>2,010</u> | <u>9,743</u> | <u>-7,733</u> |
| | | | <u>1,500</u> | <u>2,447</u> | <u>13,358</u> | <u>-10,911</u> |
| PDF SOLUTIONS INC | 08/21/2006 | 10/23/2009 | 57 | 226 | 750 | -524 |
| PDF SOLUTIONS INC | 08/21/2006 | 10/26/2009 | 25 | 94 | 329 | -235 |
| | | | <u>82</u> | <u>320</u> | <u>1,079</u> | <u>-759</u> |
| Pimco Short Term Institutional | 03/25/2003 | 05/06/2009 | 126,183 | 1,200,000 | 1,235,870 | -35,870 |
| PINNACLE ENTERTAINMENT INC | 08/31/2004 | 11/09/2009 | 100 | 900 | 1,226 | -326 |
| PINNACLE ENTERTAINMENT INC | 11/19/2004 | 11/09/2009 | 100 | 900 | 1,723 | -823 |
| PINNACLE ENTERTAINMENT INC | 12/01/2004 | 11/09/2009 | 79 | 711 | 1,419 | -707 |
| | | | <u>279</u> | <u>2,511</u> | <u>4,368</u> | <u>-1,856</u> |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/17/2009 | 24 | 141 | 457 | -316 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/18/2009 | 10 | 58 | 190 | -132 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/19/2009 | 2 | 12 | 38 | -27 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/20/2009 | 5 | 28 | 95 | -67 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/20/2009 | 4 | 23 | 76 | -53 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/23/2009 | 10 | 58 | 190 | -132 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/24/2009 | 7 | 41 | 133 | -93 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/25/2009 | 30 | 175 | 571 | -396 |
| PSYCHEMEDICS CORP COM NEW | 05/31/2007 | 11/30/2009 | 8 | 49 | 152 | -103 |
| PSYCHEMEDICS CORP COM NEW | 06/01/2007 | 11/30/2009 | 56 | 343 | 1,066 | -723 |
| | | | 64 | 392 | 1,219 | -826 |
| | | | 156 | 928 | 2,970 | -2,043 |
| RAVEN INDS INC | 03/22/2007 | 03/10/2009 | 100 | 1,729 | 2,924 | -1,195 |
| RAVEN INDS INC | 03/23/2007 | 03/10/2009 | 100 | 1,729 | 2,945 | -1,216 |
| | | | 200 | 3,459 | 5,869 | -2,410 |
| RAVEN INDS INC | 03/26/2007 | 03/10/2009 | 100 | 1,734 | 3,004 | -1,270 |
| RAVEN INDS INC | 04/09/2007 | 08/24/2009 | 100 | 3,191 | 2,802 | 389 |
| RAVEN INDS INC | 04/13/2007 | 08/24/2009 | 34 | 1,085 | 957 | 128 |
| RAVEN INDS INC | 04/18/2007 | 08/24/2009 | 66 | 2,106 | 1,947 | 160 |
| | | | 200 | 6,383 | 5,706 | 677 |
| RAVEN INDS INC | 04/18/2007 | 08/26/2009 | 34 | 1,021 | 1,003 | 18 |
| RAVEN INDS INC | 04/19/2007 | 08/26/2009 | 66 | 1,982 | 1,940 | 42 |
| | | | 100 | 3,003 | 2,943 | 60 |
| | | | 600 | 14,578 | 17,522 | -2,944 |
| RPC INC | 07/30/2007 | 04/17/2009 | 75 | 724 | 917 | -193 |
| RPC INC | 08/03/2007 | 04/17/2009 | 225 | 2,173 | 2,667 | -494 |
| | | | 300 | 2,897 | 3,584 | -687 |
| RPC INC | 08/03/2007 | 04/21/2009 | 175 | 1,677 | 2,074 | -397 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| RPC INC | 10/08/2007 | 04/21/2009 | 125 | 1,198 | 1,722 | -524 |
| | | | 300 | 2,875 | 3,796 | -921 |
| | | | 600 | 5,772 | 7,380 | -1,608 |
| SMART BALANCE INC | 03/10/2008 | 11/06/2009 | 189 | 969 | 1,406 | -437 |
| SMART BALANCE INC | 03/10/2008 | 11/16/2009 | 411 | 2,063 | 3,057 | -993 |
| SMART BALANCE INC | 03/11/2008 | 11/16/2009 | 321 | 1,612 | 2,242 | -631 |
| | | | 732 | 3,675 | 5,299 | -1,624 |
| | | | 921 | 4,643 | 6,704 | -2,061 |
| SMITHTOWN BANCORP INC COM | 11/20/2007 | 11/02/2009 | 49 | 441 | 1,047 | -605 |
| SMITHTOWN BANCORP INC COM | 11/20/2007 | 11/09/2009 | 53 | 435 | 1,132 | -697 |
| SMITHTOWN BANCORP INC COM | 11/20/2007 | 11/30/2009 | 86 | 537 | 1,837 | -1,300 |
| SMITHTOWN BANCORP INC COM | 11/20/2007 | 11/30/2009 | 86 | 538 | 1,837 | -1,299 |
| | | | 274 | 1,950 | 5,852 | -3,902 |
| STERLING CONSTUCTION CO | 06/20/2007 | 12/01/2008 | 100 | 1,491 | 2,231 | -740 |
| STERLING CONSTUCTION CO | 06/21/2007 | 12/01/2008 | 50 | 744 | 1,109 | -365 |
| STERLING CONSTUCTION CO | 06/21/2007 | 12/01/2008 | 50 | 744 | 1,109 | -364 |
| | | | 100 | 1,489 | 2,218 | -729 |
| STERLING CONSTUCTION CO | 06/21/2007 | 12/02/2008 | 50 | 743 | 1,109 | -365 |
| STERLING CONSTUCTION CO | 06/21/2007 | 12/02/2008 | 150 | 2,230 | 3,327 | -1,097 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/02/2008 | 25 | 372 | 562 | -190 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/02/2008 | 75 | 1,115 | 1,684 | -569 |
| | | | 300 | 4,460 | 6,682 | -2,221 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/05/2008 | 24 | 386 | 539 | -153 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/05/2008 | 3 | 48 | 67 | -19 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/05/2008 | 25 | 403 | 561 | -159 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/05/2008 | 48 | 774 | 1,079 | -305 |
| | | | 73 | 1,177 | 1,640 | -464 |
| STERLING CONSTUCTION CO | 06/22/2007 | 12/08/2008 | 200 | 3,885 | 4,491 | -606 |
| STERLING CONSTUCTION CO | 06/28/2007 | 12/08/2008 | 100 | 1,942 | 2,152 | -210 |
| | | | 300 | 5,827 | 6,644 | -816 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| STERLING CONSTRUCTION CO | 06/28/2007 | 03/10/2009 | 100 | 1,702 | 2,152 | -451 |
| STERLING CONSTRUCTION CO | 07/13/2007 | 03/10/2009 | 100 | 1,704 | 2,124 | -420 |
| STERLING CONSTRUCTION CO | 07/13/2007 | 03/10/2009 | 100 | 1,707 | 2,124 | -417 |
| STERLING CONSTRUCTION CO | 07/19/2007 | 11/09/2009 | 200 | 3,053 | 4,353 | -1,300 |
| STERLING CONSTRUCTION CO | 07/24/2007 | 11/09/2009 | 130 | 1,984 | 2,775 | -790 |
| | | | 330 | 5,037 | 7,128 | -2,090 |
| | | | 1,530 | 25,030 | 33,551 | -8,520 |
| SUPERTEX INC COM | 10/24/2007 | 12/05/2008 | 54 | 1,048 | 2,046 | -997 |
| SUPERTEX INC COM | 11/20/2007 | 12/05/2008 | 46 | 893 | 1,535 | -641 |
| | | | 100 | 1,942 | 3,580 | -1,639 |
| SUPERTEX INC COM | 11/20/2007 | 06/01/2009 | 4 | 101 | 133 | -32 |
| SUPERTEX INC COM | 11/20/2007 | 06/01/2009 | 96 | 2,430 | 3,203 | -773 |
| | | | 100 | 2,531 | 3,336 | -805 |
| SUPERTEX INC COM | 11/20/2007 | 09/24/2009 | 54 | 1,648 | 1,801 | -154 |
| SUPERTEX INC COM | 12/03/2007 | 09/24/2009 | 14 | 427 | 484 | -57 |
| | | | 68 | 2,075 | 2,285 | -210 |
| SUPERTEX INC COM | 12/03/2007 | 09/24/2009 | 32 | 1,006 | 1,106 | -100 |
| SUPERTEX INC COM | 12/03/2007 | 10/01/2009 | 98 | 2,835 | 3,387 | -551 |
| SUPERTEX INC COM | 12/03/2007 | 10/02/2009 | 56 | 1,582 | 1,935 | -353 |
| SUPERTEX INC COM | 01/17/2008 | 10/02/2009 | 62 | 1,752 | 1,378 | 374 |
| | | | 118 | 3,334 | 3,314 | 21 |
| SUPERTEX INC COM | 01/17/2008 | 10/05/2009 | 26 | 724 | 578 | 146 |
| | | | 542 | 14,447 | 17,586 | -3,139 |
| TITAN MACHINERY INC | 04/29/2008 | 06/02/2009 | 100 | 1,490 | 2,015 | -526 |
| TITAN MACHINERY INC | 04/29/2008 | 06/02/2009 | 200 | 2,984 | 4,030 | -1,047 |
| TITAN MACHINERY INC | 04/29/2008 | 06/02/2009 | 100 | 1,516 | 2,015 | -499 |
| TITAN MACHINERY INC | 05/16/2008 | 06/02/2009 | 100 | 1,516 | 2,000 | -484 |
| | | | 200 | 3,033 | 4,015 | -982 |
| | | | 500 | 7,506 | 10,061 | -2,555 |
| U.S. PHYSICAL THERAPY INC | 01/10/2008 | 02/12/2009 | 100 | 1,268 | 1,369 | -102 |

Realized Gains and Losses By Category

From 12/01/2008 to 11/30/2009

AFF Total

Long Term Capital Gains and Losses

| <u>Description</u> | <u>Date Acquired</u> | <u>Date Sold</u> | <u>Quantity</u> | <u>Net Proceeds</u> | <u>Cost</u> | <u>Long Term Gains</u> |
|---------------------------|--------------------------|------------------|-----------------|-------------------------|-------------|----------------------------|
| U S PHYSICAL THERAPY INC | 01/10/2008 | 02/12/2009 | 100 | 1,268 | 1,350 | -82 |
| | | | 200 | 2,536 | 2,719 | -184 |
| U S PHYSICAL THERAPY INC | 01/11/2008 | 06/01/2009 | 100 | 1,419 | 1,370 | 48 |
| U.S PHYSICAL THERAPY INC | 01/17/2008 | 07/21/2009 | 100 | 1,555 | 1,404 | 151 |
| U S PHYSICAL THERAPY INC | 01/17/2008 | 07/29/2009 | 100 | 1,525 | 1,404 | 121 |
| U.S PHYSICAL THERAPY INC | 01/17/2008 | 07/31/2009 | 100 | 1,689 | 1,404 | 285 |
| U S PHYSICAL THERAPY INC | 02/13/2008 | 08/12/2009 | 100 | 1,536 | 1,352 | 184 |
| U S PHYSICAL THERAPY INC | 02/19/2008 | 08/12/2009 | 25 | 376 | 346 | 30 |
| U.S PHYSICAL THERAPY INC | 02/19/2008 | 08/12/2009 | 75 | 1,128 | 1,037 | 90 |
| | | | 100 | 1,504 | 1,383 | 121 |
| U S PHYSICAL THERAPY INC | 02/20/2008 | 09/23/2009 | 100 | 1,669 | 1,357 | 313 |
| U.S PHYSICAL THERAPY INC | 03/14/2008 | 09/23/2009 | 42 | 701 | 578 | 124 |
| | | | 142 | 2,371 | 1,934 | 437 |
| U S PHYSICAL THERAPY INC | 03/14/2008 | 09/24/2009 | 18 | 300 | 248 | 52 |
| U S. PHYSICAL THERAPY INC | 03/14/2008 | 09/25/2009 | 40 | 653 | 550 | 103 |
| | | | 1,000 | 15,087 | 13,768 | 1,319 |
| Long Term Gains (Sales) | | | | 2,575,388 | 2,879,921 | -304,533 |
| Total Gains (Sales) | | | | 2,756,210 | 3,084,297 | -328,087 |
| Total Short Term Gains | | | | | | -23,554 |
| Total Long Term Gains | | | | | | -304,533 |
| Total Gains | | | | | | -328,087 |

◆ INFORMATION FOR GRANT SEEKERS

Thank you for your interest in submitting a proposal to the Anschutz Family Foundation. Since the Foundation receives more requests than it is able to fund, please carefully read the information presented in this report to decide whether or not your organization has a reasonable chance of receiving a grant. If you have any doubt about whether or not your proposal fits within our guidelines, please send a letter of inquiry or give us a call.

MISSION

The Anschutz Family Foundation supports Colorado nonprofit organizations that assist people to help themselves while nurturing and preserving their self-respect. The Foundation encourages endeavors that strengthen families and communities and advance individuals to become productive and responsible citizens. There is a special interest in self-sufficiency, community development, and programs aimed at the economically disadvantaged, the young, the elderly, and the disabled. The Foundation is also dedicated to funding efforts in rural Colorado.

AREAS OF INTEREST

The Foundation's mission is purposely broad, allowing it to support the work of many nonprofits that focus on improving the quality of life for individuals and communities. The bulk of the Foundation's grants are made in categories most directly related to the stated goals of the Foundation: improving the lives of individuals; promoting self-sufficiency; and community development.

TYPES OF GRANTS

Recognizing that organizational infrastructure is a necessity, the Foundation welcomes requests for general operating support. The Foundation also accepts requests for specific programs. The foundation occasionally issues a challenge grant instead of an outright grant. This is done when the foundation sees both a need and an opportunity for the organization to expand its funding base. See the Resources section of our website, www.anschutzfamilyfoundation.org, for additional information on challenge grants.

GEOGRAPHIC FOCUS

The Foundation aims for an even distribution of grants between organizations serving in Colorado's rural and urban communities.

GRANT SIZE

Typically grants are in the \$5,000 to \$10,000 range.

WHAT WE DON'T FUND

Generally, the foundation does not support:

- Grants to individuals
- Programs outside of Colorado
- Graduate and post-graduate research
- Religious organizations for religious purposes
- Special events, promotions or conferences
- Candidates for political office

- Endowments
- Debt reduction
- Multi-year grants
- Capital campaigns (On rare occasions the Foundation funds capital campaigns in rural Colorado for organizations with missions that closely align with the Foundation's interests. Applicants are advised to first submit a one-page letter of inquiry to gauge the Foundation's interest in reviewing a capital campaign request.)

♦ GUIDELINES FOR SUBMITTING A PROPOSAL

DEADLINES

Proposal deadlines: January 15 and August 1.

These deadlines refer to when your proposal must be in our office. If the deadline date falls on a weekend, proposals are due the preceding Friday.

Due to the large volume of requests that we receive, it is helpful to receive proposals prior to the specific deadlines. However, complete proposals must be received in our office by the close of business on the deadline dates listed above to be considered in that review cycle. Proposals postmarked on the deadline dates will be considered late and will be delayed until the next cycle. Sorry about that, but a deadline is a deadline.

The Foundation acknowledges receipt of all proposals, typically within four weeks of their arrival in our office. If you do not receive an acknowledgment, feel free to contact us as this may indicate that we did not receive your proposal.

Proposal review schedule: Proposals received in time for the January 15 deadline will be decided at a late April or early May Foundation board meeting. Proposals received in time for the August 1 deadline will be decided at a late November Foundation board meeting. Any proposals received after the stated deadlines will be rolled into the next funding cycle.



PROPOSAL FORMAT

We require applicants to use the Colorado Common Grant Application (CGA). Visit www.coloradocommongrantforms.org to access the CGA and it's accompanying User's

Guide. If you are not able to retrieve the form on-line, please be in touch and we will mail you a hard copy of the materials.

Please use the Checklist that accompanies the CGA when compiling your proposal to make sure you are submitting a complete proposal. An incomplete proposal is not very impressive and it delays the review of your proposal.

WHAT WE LOOK FOR WHEN REVIEWING PROPOSALS

- Alignment with the mission and interests of the Foundation.
- Clearly presented organization mission, goals, plans and financials.
- A solid financial sustainability plan. The Foundation is willing to take risks with young, developing organizations, however, we promote diversified funding streams and believe our funding should be no more than 10% of an organization's annual budget.
- A committed board of directors with 100% making a financial contribution to the organization. This requirement is not designed to promote wealth as criteria for board membership. We are more interested in full participation, rather than dollar amount.
- Strong volunteer participation.
- Community buy-in (evident through donations, volunteer engagement, existing partnerships and collaborative efforts).
- Solid effort to engage the community and/or participants in program development.
- On-going efforts to evaluate organizational and program effectiveness and commitment to making adjustments as needed.
- Effective and inspired leadership.
- An eye on the future that reflects recognition of potential impacts on and opportunities for the organization.

FREQUENTLY ASKED QUESTIONS

Can I email or fax my proposal?

No. Faxes and emails are not acceptable for transmitting a proposal to the Foundation.

Where do I send my completed proposal?

Ms. Sue Anschutz-Rodgers, President

OR

Jeff Pryor, Ed.D., Executive Director

Anschutz Family Foundation

555 17th Street, Suite 2400

Denver, CO 80202

How many copies of the proposal do I submit?

*We need **one** copy of your proposal. It is fine to staple items in your proposal. Please do not spend any effort in binding your proposal or putting it in fancy packaging. All proposals end up in a file folder as soon as they are logged in.*

Can I hand-deliver my proposal?

Yes. Just remember that it needs to be in our office no later than 5 p.m. on the date of the deadline.

Can I submit a proposal for both grant deadlines?

No. The Foundation will review only one proposal per year per organization.

Do I need to be a 501(c)(3)?

Applicants must be recognized by the Internal Revenue Service as a 501(c)(3) organization or be operating under the umbrella of another 501(c)(3) organization or be a tax-supported institution such as a school or government agency.

Is there a limit to how many times I can receive funding from the Foundation?

Yes and No!

Yes: In order to be fair, the Foundation instituted a "two-year rule" requiring that an organization which receives funding for two successive years take one year off before reapplying.

No: Other than the above mentioned "two-year rule," there are no limits to how many times the Foundation will fund your organization.



GRANT REPORTING REQUIREMENTS

All grantees receiving a grant of at least \$5,000 are expected to submit the Colorado Common Grant Report (CGR). The CGR is due either:

- a) One year after receipt of a grant, or
- b) With a new proposal, if the proposal is being submitted before a full year has transpired on your previous grant period.

Visit www.coloradocommongrantforms.org to retrieve the CGR and it's accompanying User's Guide. Please note that the CGR was revised in 2009. The CGR asks grantees to report on progress and results, successes and challenges, lessons learned, and financials.

Arts and Culture

The Production Company \$7,500 00
 Wiggins, CO
General operating support to provide artistic opportunities for young people in northeastern Colorado

Capacity Building

Colorado Association of Funders \$10,000 00
 Denver, CO
To fund the Philanthropy Project

Colorado Nonprofit Association \$10,000 00
 Denver, CO
To support outreach to nonprofits in rural Colorado

Colorado Nonprofit Association \$5,000 00
 Denver, CO
To support the Strengthening Communities Fund - State, Local and Tribal Government Capacity Building Program Grant to support rural Colorado

Colorado Nonprofit Development Center \$5,000 00
 Denver, CO
General operating support for the provision of incubation services for start-up nonprofit organizations

Colorado Vincentian Volunteers \$7,500 00
 Denver, CO
General operating support to assist with the placement of 13 full-time young adult volunteers in agencies serving the inner-city poor

Colorado Youth Corps Association \$5,000 00
 Denver, CO
General operating support to provide supportive services to the ten youth conservation corps in Colorado

Community Resource Center \$500 00
 Denver, CO
To support the coordination of the Colorado Common Grant Report revision effort

Community Resource Center \$31,500 00
 Denver, CO
To provide 14 scholarships for the 2010 Colorado Nonprofit Leadership & Management Program

CRC Philanthropy Days \$30,000 00
 Denver, CO
To support two Colorado Rural Philanthropy Day events in 2009

The Eagle River Youth Coalition \$5,000 00
 Edwards, CO
To support evaluation efforts of the Youth Collaboration Initiative by developing collective outcomes and evaluation systems

Family Resource Center Association \$7,500 00
 Denver, CO
General operating support to build capacity in affiliated Family Resource Centers across Colorado

2008 Grants Disbursed by Category

Little Voice Productions, Inc. \$5,000 00
 Denver, CO
To support the production of short promotional videos for smaller nonprofit organizations to assist with their outreach and fundraising efforts

Children

Adoption Alliance \$5,000 00
 Denver, CO
To support the Raising Colorado initiative, moving high-need and medically fragile children from the foster care system to an adoptive family

Advocates for Children \$5,000 00
 Aurora, CO
General operating support to provide volunteer advocates for children in dependency and neglect cases

CASA of Adams and Broomfield Counties \$7,500 00
 Brighton, CO
General operating support to provide a volunteer's voice in court for children who are victims of abuse and neglect

CASA of Jefferson & Gilpin Counties \$5,000 00
 Golden, CO
General operating support to train volunteers to advocate in the court system for child victims of violence and neglect

CASA of the Continental Divide \$5,000 00
 Dillon, CO
General operating support to provide volunteer advocates for children in dependency and neglect cases in the Fifth Judicial District

Colorado CASA \$5,000 00
 Denver, CO
General operating support for services for abused and neglected children in the state of Colorado

The Denver Santa Claus Shop \$500 00
 Denver, CO
To provide needy children with toys at Christmas

Dove's Nest Early Care and Education Center \$5,000 00
 Dove Creek, CO
General operating support for an affordable day care center and early education services

Fostering Hope Foundation \$5,000 00
 Colorado Springs, CO
General operating support to recruit, train, and support volunteer teams from churches who in turn provide support to foster parents working with high needs children

One to One \$5,000 00
 Telluride, CO
General operating support to provide mentoring experiences for children

St. Mary's Foster Grandparent Program \$5,000 00
 Grand Junction, CO
General operating support for a program where senior citizens nurture and tutor children who are in need of special assistance (Spring 2009 Challenge Grant for \$5,000, check mailed

2008 Grants Disbursed by Category

Civic and Community

| | |
|---|-------------|
| The Civic Canopy | \$5,000 00 |
| Denver, CO <i>General operating support to provide a coordinated and collaborative approach to civic engagement in Colorado</i> | |
| Community Shares of Colorado | \$7,500 00 |
| Denver, CO <i>General operating support to connect Coloradans through workplace giving to the charities and causes they care about most</i> | |
| Grand Foundation | \$7,500 00 |
| Winter Park, CO <i>General operating support to assist nonprofit and service organizations in Grand County</i> | |
| High Valley Community Center | \$5,000 00 |
| Del Norte, CO <i>General operating support for the community center serving the Del Norte/South Fork area</i> | |
| Leadership Pikes Peak | \$5,000 00 |
| Colorado Springs, CO <i>To support the Women's Community Leadership Initiative, that empowers low-to-moderate-income women with the knowledge and tools to become involved in the community.</i> | |
| Third Street Center | \$10,000 00 |
| Carbondale, CO <i>To support the renovation of the Carbondale Elementary School into a sustainable, multi-tenant nonprofit center serving the entire region</i> | |

Disabled

| | |
|--|------------|
| Adaptive Sports Association | \$5,000 00 |
| Durango, CO <i>General operating support to fund programs providing outdoor and recreational activities for people with disabilities</i> | |
| Adaptive Sports Center of Crested Butte, Inc. | \$5,000 00 |
| Crested Butte, CO <i>General operating support to provide year-round adaptive recreation for people with disabilities</i> | |
| The Arc of Weld County | \$5,000 00 |
| Evans, CO <i>General operating support to provide advocacy services and programming for developmentally disabled children and adults in Weld County</i> | |
| Audio Information Network of Colorado | \$5,000 00 |
| Boulder, CO <i>General operating support to provide audio information services to blind and visually impaired Coloradans</i> | |
| Bayaud Enterprises, Inc. | \$7,500 00 |
| Denver, CO <i>General operating support to provide vocational rehabilitation and employment services to individuals with mental, emotional, physical, and economic challenges</i> | |

2008 Grants Disbursed by Category

| | |
|--|-------------------|
| Colorado Center for the Blind | \$5,000 00 |
| Littleton, CO <i>General operating support for programs that teach blind adults, seniors, and youth to lead independent lives, fully integrated into education and employment opportunities and their communities</i> | |
| Colorado Discover Ability | \$5,000 00 |
| Grand Junction, CO <i>General operating support to help provide outdoor opportunities for people with disabilities</i> | |
| Disabled Resource Services | \$5,000 00 |
| Fort Collins, CO <i>General operating support to provide access to independence services to people with disabilities in Larimer and Jackson Counties</i> | |
| Colorado Families For Hands & Voices | \$5,000 00 |
| Boulder, CO <i>General operating support to assist families with deaf or hearing-impaired children</i> | |
| Freedom Service Dogs, Inc. | \$5,000 00 |
| Englewood, CO <i>General operating support to provide custom-trained, shelter-rescued dogs to Coloradans with mobility impairments</i> | |
| Humble Ranch Education and Therapy Center | \$5,000 00 |
| Steamboat Springs, CO <i>General operating support to provide therapeutic horseback riding and hippotherapy for disabled individuals</i> | |
| Listen Foundation, Inc. | \$5,000 00 |
| Greenwood Village, CO <i>To support Auditory-Verbal Therapy for severe and profoundly deaf children</i> | |
| Marycrest Assisted Living | \$5,000 00 |
| Denver, CO <i>To support the Harmony residence that provides assisted living for younger adults with disabilities</i> | |
| Northeast Colorado Health Department | \$5,000 00 |
| Sterling, CO <i>To support a respite program for families having children with significant special needs</i> | |
| Paralyzed Veterans of America, Mountain States Chapter | \$7,500 00 |
| Aurora, CO <i>General operating support to provide assistance to veterans who are suffering from spinal cord injuries</i> | |
| PHAMALY | \$5,000 00 |
| Denver, CO <i>General operating support to enable persons with disabilities to showcase their talents and abilities through live bi-annual productions</i> | |
| Pikes Peak Therapeutic Riding Center | \$5,000 00 |
| Elbert, CO <i>General operating support to provide equine-assisted therapy for individuals with disabilities</i> | |

2008 Grants Disbursed by Category

| | |
|---|------------|
| Rocky Mountain MS Center Englewood, CO <i>To support the King Adult Day Enrichment Program, an adult day program serving non-senior adults with MS and other neurological illnesses and disabilities</i> | \$5,000 00 |
| Therapeutic Riding & Education Center Pueblo West, CO <i>General operating support to provide equine related activities to the disabled</i> | \$5,000 00 |
| Two Angels Foundation Arvada, CO <i>General operating support for adaptive recreational equipment and activities for children with special needs</i> | \$2,500 00 |
| WindWalkers Equine Assisted Learning & Therapy Center Carbondale, CO <i>General operating support to provide scholarships for persons with disabilities for equine therapy treatments</i> | \$5,000 00 |
| YMCA of Metropolitan Denver Denver, CO <i>To support the Autism Respite Recreation Program for families with an autistic child</i> | \$5,000 00 |
| <u>Drug/Alcohol</u> | |
| Friends of the Haven Denver, CO <i>To support a residential Modified Therapeutic Community addictions treatment program for adults</i> | \$7,500 00 |
| Homeward Pikes Peak Colorado Springs, CO <i>General operating support for a holistic continuum of treatment, including relapse prevention and housing for homeless individuals with a long-term history of substance abuse</i> | \$7,500 00 |
| Stout Street Foundation Commerce City, CO <i>General operating support for programs that assist men and women attain their goals of sobriety and well being</i> | \$5,000 00 |
| Voyager Youth Program Ridgway, CO <i>General operating support for after-school and summer enrichment programs aimed at preventing the use of alcohol and drugs</i> | \$5,000 00 |
| <u>Early Childhood Development</u> | |
| The Acorn School for Early Childhood Development Boulder, CO <i>To support a scholarship assistance program to serve children from low-income families</i> | \$5,000 00 |
| Aims Community College Foundation Greeley, CO <i>To support the sliding fee scale at the Monfort Early Childhood Education Center on the Aims Greeley campus</i> | \$5,000 00 |
| Amigos De La Academia Sandoval Denver, CO <i>To provide scholarships for three year olds from low-income families to attend Early Childhood Education at Academia Ana Marie Sandoval</i> | \$5,000 00 |

2008 Grants Disbursed by Category

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| Bal Swan Children's Center Broomfield, CO <i>To support educational programming and full therapy services to children and families that cannot afford services without support</i> | \$5,000 00 |
| C.O.P. Denver, CO <i>General operating support to provide early childhood education for special needs children from low-income families</i> | \$5,000 00 |
| Children's House Preschool Boulder, CO <i>General operating support to provide a quality preschool experience for children facing a variety of challenges</i> | \$5,000 00 |
| The Children's Kiva Montessori Preschool & Kindergarten Cortez, CO <i>General operating support for tuition subsidies for underprivileged children</i> | \$5,000 00 |
| Colorado Bright Beginnings Denver, CO <i>To support Metro Denver Bright Beginnings, providing parents with information on healthy child development and parent/child bonding</i> | \$5,000 00 |
| Dolores County School District Rico, CO <i>To support the Rico Preschool</i> | \$3,000 00 |
| Ed & Ruth Lehman YMCA Longmont, CO <i>To support early childhood care for low-income working families on a sliding-scale fee</i> | \$7,950 00 |
| Family Star, Inc. Denver, CO <i>General operating support for early childhood, family literacy, and mental health programs</i> | \$7,500 00 |
| Family Visitor Programs Glenwood Springs, CO <i>To support the Home Visitor Program to provide home visitation services starting prenatally and continuing until the child reaches one year</i> | \$5,000 00 |
| HOPE Center, Inc. Denver, CO <i>To support the Early Childhood Education and Care Program serving inner-city children from lower socio-economic backgrounds, including those with developmental disabilities</i> | \$5,000 00 |
| Invest in Kids Denver, CO <i>To support The Incredible Years, a program that works with children, ages 3 to 8 years, their parents and teachers to help the child become socially and emotionally ready to learn and succeed in school</i> | \$7,500 00 |
| New Horizons Cooperative Preschool Boulder, CO <i>General operating support for a bilingual cooperative preschool program and the summer Family Literacy program</i> | \$5,000 00 |

2008 Grants Disbursed by Category

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| North Fork Community Montessori School | \$5,000 00 |
| Hotchkiss, CO | |
| <i>To provide scholarships for pre-school tuition for low-income families</i> | |
| Paradise Place Community Christian School | \$2,983 50 |
| Crested Butte, CO | |
| <i>General operating support for a church-based childcare center (Spring 2009 Challenge Grant for \$5,000--chk mailed 11/12)</i> | |
| Prime Time Early Learning Center | \$7,500 00 |
| Norwood, CO | |
| <i>General operating support to provide early childhood education for children of working families</i> | |
| The Rise School of Denver | \$5,000 00 |
| Denver, CO | |
| <i>To support the Financial Aid program for children whose families are not able to pay full tuition</i> | |
| Roaring Fork Valley Early Learning Fund | \$5,000 00 |
| Glenwood Springs, CO | |
| <i>General operating support for Raising A Reader, an early literacy take-home book bag program offered in childcare and preschool programs throughout the Roaring Fork Valley</i> | |
| Santo Nino Learning Center | \$5,000 00 |
| Rocky Ford, CO | |
| <i>General operating support for programs emphasizing academic and social development of young children</i> | |
| Springfield Child Care Center, Inc. | \$5,000 00 |
| Springfield, CO | |
| <i>To support safety upgrades to the children's playground equipment</i> | |
| Thompson Valley Preschool | \$5,000 00 |
| Loveland, CO | |
| <i>General operating support to provide an affordable, quality pre-school education, with an emphasis on children with special needs and those from low-income families</i> | |
| United Day Care Center | \$7,500 00 |
| Fort Collins, CO | |
| <i>General operating support to provide sliding-fee tuition assistance for low-income families</i> | |
| Wee Blew Inn Preschool | \$5,000 00 |
| Burlington, CO | |
| <i>General operating support for this rural preschool that prepares children educationally and socially for kindergarten</i> | |
| Wray Community Child Care Center | \$5,000 00 |
| Wray, CO | |
| <i>General operating support for an educational and developmental child care center</i> | |
| <u>Economic Development</u> | |
| Cortez Center | \$5,000 00 |
| Cortez, CO | |
| <i>General operating support for activities that enhance the Center's ability to attract tourists to the community</i> | |

2008 Grants Disbursed by Category

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| Creede Arts Council | \$5,000 00 |
| Creede, CO | |
| <i>General operating support for artistic and cultural events benefiting residents, visitors, and the local economy</i> | |
| International Center for Appropriate & Sustainable Technology | \$7,500 00 |
| Lakewood, CO | |
| <i>General operating support for programs in rural Colorado that would help improve the economy, the environment, and meet local needs</i> | |
| Kim Equine Pavilion and Education Center, Inc. | \$7,500 00 |
| Kim, CO | |
| <i>To support the construction of a pavilion and education center for the local school and community to be used for sports, education, and employment activities</i> | |
| Lincoln County Economic Development Corporation | \$6,000 00 |
| Limon, CO | |
| <i>General operating support to develop and maintain a stable and diversified local economy</i> | |
| Rio Culebra Growers Educational Corporation | \$5,000 00 |
| San Luis, CO | |
| <i>To support the purchase of planting equipment for rural small-scale farmers and gardeners</i> | |
| ScSEED | \$5,000 00 |
| Moffat, CO | |
| <i>General operating support for programs to strengthen the economy, protect the environment, and meet pressing community needs in the San Luis Valley</i> | |
| Southeast Business Retention, Expansion and Attraction | \$5,000 00 |
| Lamar, CO | |
| <i>To support the creation of a marketing plan and materials to attract energy companies to southeast Colorado</i> | |
| Yuma Conservation District | \$5,000 00 |
| Yuma, CO | |
| <i>To support the Pathways 2 Markets Project that promotes sustainable farming practices and develops local markets for farmers</i> | |

Education

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| Adams County Education Consortium | \$5,000 00 |
| Westminster, CO | |
| <i>To support a model of healthcare pipeline development for eighth graders through adults to enhance the health care provided to underserved populations</i> | |
| Boulder County Housing Corporation | \$5,000 00 |
| Boulder, CO | |
| <i>To support the resident program at Casa de la Esperanza, promoting higher education, math and science at an early age, computer access and skills, and literacy in Spanish and English</i> | |
| Boys Hope Girls Hope of Colorado | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for a voluntary residential program for at-risk boys that focuses on academic success, individual development, and college matriculation</i> | |

2008 Grants Disbursed by Category

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| College Summit - Colorado | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to provide trainings, tools and resources to schools and low-income high school seniors to increase college enrollment</i> | |
| Colorado Minority Engineering Association, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>To support Colorado MESA, an after-school, hands-on science club working with disadvantaged students to enhance academic success, exposure to scientific fields, and preparation for a college education</i> | |
| Colorado Statewide Parent Coalition | \$5,000 00 |
| Westminster, CO | |
| <i>General operating support for programs that enhance parents' ability to effectively engage in their children's education and that enhance schools' efforts to effectively engage parents</i> | |
| The Education Center | \$5,000 00 |
| Pagosa Springs, CO | |
| <i>General operating support for enhanced educational services provided outside of the public school system</i> | |
| FrontRange Earth Force | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to work with educators to provide opportunities for youth to take an active role in improving the quality of life in their communities and environment</i> | |
| Greenhouse Scholars | \$5,000 00 |
| Boulder, CO | |
| <i>General operating support to provide high-performing, underresourced students with financial support for higher education opportunities</i> | |
| Imagination Makers Theater Company | \$5,000 00 |
| Boulder, CO | |
| <i>To support a long-term residency at Foster Elementary, utilizing theatre to ignite students' interest in writing, reading, and other curriculum areas</i> | |
| Minority Enterprise & Educational Development, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to celebrate minority entrepreneurs and provide educational scholarships to promising middle school students for their college education</i> | |
| OpenWorld Learning | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for a rigorous after-school, computer lab program serving underserved Denver Public School students in grades 3-5</i> | |
| Riverside Educational Center | \$7,500 00 |
| Grand Junction, CO | |
| <i>General operating support to provide after-school, no-cost tutoring and enrichment activities for low-income, minority students</i> | |
| Families | |
| Aurora Community Connection | \$7,500 00 |
| Aurora, CO | |
| <i>To support English as a Second Language courses for families in north Aurora</i> | |

2008 Grants Disbursed by Category

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| Community Partnership Family Resource Center Divide, CO <i>General operating support to provide quality programs and resources for families in Teller County</i> | \$7,500 00 |
| Family Tree, Inc. Wheat Ridge, CO <i>To support crisis assistance emergency food, bus tokens, clothing, gas and food vouchers, and community voice mail</i> | \$7,500 00 |
| Lowry Family Center Denver, CO <i>General operating support for services to families promoting self-sufficiency, healthy families, and a healthy community</i> | \$5,000 00 |
| Tri-County Family Care Center Rocky Ford, CO <i>General operating support to provide services to strengthen families in Otero, Bent, and Crowley Counties</i> | \$5,000 00 |
| <u>Food/Shelter/Poor</u> | |
| American Red Cross Mile High Chapter Denver, CO <i>To support assistance to people in the San Luis Valley whose homes have been destroyed or damaged by fire, flood, blizzard, or other disasters</i> | \$5,000 00 |
| Alpine Legal Services, Inc. Glenwood Springs, CO <i>General operating support to provide free legal services in the civil arena to low-income individuals</i> | \$5,000 00 |
| Arvada Community Food Bank Arvada, CO <i>General operating support to provide low-income households with emergency food</i> | \$5,000 00 |
| ASSISTANCE LEAGUE of Colorado Springs Colorado Springs, CO <i>To provide new clothing, program supplies and items to needy children as they start school</i> | \$3,000 00 |
| Aurora Warms the Night Aurora, CO <i>To support operating costs and the purchase of motel vouchers for homeless men, women, and children in Aurora on severe weather nights from October through April</i> | \$7,500 00 |
| Boulder Shelter for the Homeless Boulder, CO <i>General operating support for the homeless in Boulder County and to assist in the merger with Boulder County Advocates for Transitional Housing</i> | \$10,000 00 |
| The Bridge Cortez, CO <i>General operating support to provide emergency shelter and hot meals for homeless individuals from Montezuma and Dolores Counties from October through April</i> | \$5,000 00 |
| Capitol Hill Community Services Denver, CO <i>General operating support to provide a hot lunch for the homeless</i> | \$5,000 00 |

2008 Grants Disbursed by Category

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| Care and Share Food Bank | \$10,000 00 |
| Colorado Springs, CO <i>General operating support for acquisition and distribution of emergency and supplemental food for the hungry in southern Colorado</i> | |
| Caring Ministries of Morgan County, Inc. | \$5,000 00 |
| Fort Morgan, CO <i>General operating support to provide food, shelter and emergency assistance for individuals and families who are homeless or at-risk for homelessness in Morgan County</i> | |
| The Carriage House Community Table | \$7,500 00 |
| Boulder, CO <i>General operating support to provide day services to homeless men and women</i> | |
| Child and Migrant Services, Inc. | \$5,000 00 |
| Palisade, CO <i>General operating support to provide basic human services to migrant and settled farm workers and their families in Mesa County</i> | |
| Community Food Share | \$5,000 00 |
| Longmont, CO <i>General operating support for food collection and distribution efforts in Boulder and Broomfield Counties</i> | |
| The Community Kitchen | \$5,000 00 |
| Loveland, CO <i>General operating support to provide a daily meal for the poor and homeless population in Loveland</i> | |
| Community Ministry | \$5,000 00 |
| Denver, CO <i>General operating support to provide emergency assistance to low-income individuals and families</i> | |
| Cornerstone Food Bank | \$5,000 00 |
| Englewood, CO <i>General operating support to provide nutritional food to homeless and low-income families in the south Denver metro area</i> | |
| Denver Department of Human Services | \$20,000 00 |
| Denver, CO <i>To support Denver's Road Home, the City's ten-year plan to end homelessness</i> | |
| Denver Urban Ministries | \$7,500 00 |
| Denver, CO <i>General operating support to meet basic needs of homeless and nearly homeless individuals and families</i> | |
| Denver VOICE | \$5,000 00 |
| Denver, CO <i>General operating support for a monthly street paper sold by the homeless that covers news and information on homelessness written by the homeless and professional journalists</i> | |
| Emergency Family Assistance Association | \$7,500 00 |
| Boulder, CO <i>General operating support for the Basic Needs and Emergency Shelter program</i> | |

2008 Grants Disbursed by Category

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|---|-------------|
| Food Bank for Larimer County | \$7,500 00 |
| Fort Collins, CO <i>General operating support for food distribution services serving individuals and agencies in Larimer County</i> | |
| Franciscan Friends of the Poor | \$7,500 00 |
| Denver, CO <i>General operating support to provide basic services to the homeless at Father Woody's Haven of Hope</i> | |
| The Gathering Place | \$5,000 00 |
| Denver, CO <i>General operating support to provide day services for homeless or near homeless women and children</i> | |
| Growing Home | \$7,500 00 |
| Westminster, CO <i>General operating support to provide emergency housing, food, and supportive services to families in Adams County experiencing or at risk of homelessness</i> | |
| H.O.P.E.—Homeless Outreach Providing Encouragement | \$7,500 00 |
| Longmont, CO <i>General operating support to provide nightly outreach services to the homeless in Longmont and individualized assistance to help people move beyond homelessness</i> | |
| Help the Needy | \$5,000 00 |
| Woodland Park, CO <i>General operating support to provide basic human services in collaboration with other partners in the community</i> | |
| Helping Hearts and Hands | \$7,500 00 |
| Lakewood, CO <i>General operating support to provide financial assistance to individuals and families during their time of need</i> | |
| Homelessness Prevention Initiative | \$7,500 00 |
| Fort Collins, CO <i>General operating support for rental assistance for families and disabled individuals who are experiencing a temporary financial emergency</i> | |
| Inter-Church ARMS | \$7,500 00 |
| Arvada, CO <i>General operating support for the Emergency Services, Literacy, and Medical Needs programs serving persons in need in northwest Adams and northeast Jefferson Counties</i> | |
| Inter-Faith Community Services | \$5,000 00 |
| Englewood, CO <i>General operating support to provide food, clothing, transitional housing, and supportive services to families at the lowest income level</i> | |
| Interfaith Hospitality Network of Greater Denver, Inc. | \$7,500 00 |
| Denver, CO <i>General operating support to provide shelter, food, hospitality, and community support to families experiencing homelessness</i> | |
| La Puente Home, Inc. | \$10,000 00 |
| Alamosa, CO <i>General operating support for services for the homeless and economically disadvantaged in the San Luis Valley</i> | |

2008 Grants Disbursed by Category

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| Little Chapel Food Pantry | \$5,000 00 |
| Divide, CO | |
| <i>General operating support to provide food assistance to persons in need who reside in Teller and Park Counties</i> | |
| Parker Task Force | \$5,000 00 |
| Parker, CO | |
| <i>General operating support to provide food and financial aid to prevent homelessness</i> | |
| Salvation Army - Intermountain Division | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for the Cortez Center</i> | |
| Sister Carmen Community Center | \$7,500 00 |
| Lafayette, CO | |
| <i>General operating support to provide basic needs to residents of East Boulder County</i> | |
| Sox Place, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for a drop-in center for homeless youth, providing a safe place to be during the day with the opportunity to obtain additional assistance</i> | |
| St. Francis Center | \$7,500 00 |
| Denver, CO | |
| <i>General operating support to provide a variety of emergency and supportive services for persons currently homeless or recently homeless</i> | |
| There With Care | \$7,500 00 |
| Boulder, CO | |
| <i>General operating support to assist families through their children's treatment of cancer and other life-threatening illnesses and conditions</i> | |
| Volunteers of America Colorado Branch | \$7,500 00 |
| Denver, CO | |
| <i>General operating support for the Durango Community Shelter, a comprehensive residential shelter for homeless families, women and men</i> | |
| Warm Hearts Warm Babies, Inc. | \$5,000 00 |
| Brighton, CO | |
| <i>General operating support to provide clothing, blankets and other essential items to premature and newborn infants in need (Spring 2009 Challenge Grant for \$5,000, check mailed 11/12)</i> | |
| Weld Food Bank | \$7,500 00 |
| Greeley, CO | |
| <i>General operating support to help fight hunger.</i> | |
| <u>Health & Hospice</u> | |
| Arkansas Valley Ambulance | \$5,000 00 |
| Cotopaxi, CO | |
| <i>General operating support to provide ambulance services in western Fremont County</i> | |
| Bent County HealthCare Center | \$7,500 00 |
| Las Animas, CO | |
| <i>General operating support to provide quality health care to seniors and to provide health and wellness education to the community</i> | |

2008 Grants Disbursed by Category

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| The Center for Hearing, Speech and Language Denver, CO <i>To support Kidscreen, a vision, hearing, speech, and language developmental screening service offered throughout the Denver Metro Area and in Colorado Springs</i> | \$7,500 00 |
| Colorado Foundation of Dentistry for the Handicapped Denver, CO <i>To support the Colorado Donated Dental Services program that provides free dental care to elderly, disabled, and medically compromised individuals in need</i> | \$5,000 00 |
| Community Health Services Commerce City, CO <i>General operating support to provide primary and preventative health care services to children ages birth to 21 in community and school-based clinics</i> | \$5,000 00 |
| Doctors Care Littleton, CO <i>General operating support to provide medical care to uninsured adults and children</i> | \$7,500 00 |
| Easter Seals Colorado Lakewood, CO <i>To support the Stroke Day Program encouraging uninsured stroke survivors to be proactive in their health in order to gain self-sufficiency</i> | \$5,000 00 |
| Elderhaus Adult Day Programs, Inc. Fort Collins, CO <i>General operating support for programs for seniors and adults with special needs that support their well-being and independence, as well as respite for their caregivers</i> | \$5,000 00 |
| Hospice & Palliative Care of Western Colorado Montrose, CO <i>To support the Child & Teen Center which provides grief and bereavement services to children and teens</i> | \$5,000 00 |
| Inner City Health Center Denver, CO <i>General operating support to provide dental, physical, and mental health services to uninsured individuals and families in the inner city</i> | \$7,500 00 |
| Kelsey's Kids Glenwood Springs, CO <i>General operating support for programs that promote positive interventions for children living with life threatening diseases</i> | \$3,500 00 |
| Kids in Need of Dentistry Denver, CO <i>General operating support to provide quality dental services to children from low-income families</i> | \$7,500 00 |
| Mission Medical Clinic Colorado Springs, CO <i>General operating support to provide free medical, dental, and pharmacy services to low-income, uninsured individuals in El Paso County</i> | \$5,000 00 |
| Northern Colorado AIDS Project Fort Collins, CO <i>General operating support to help individuals in Larimer, Weld, Morgan, Logan, Phillips, Sedgwick, Washington, and Yuma counties affected by HIV/AIDS and to reduce the spread of the virus</i> | \$5,000 00 |

2008 Grants Disbursed by Category

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| Project Angel Heart Denver, CO <i>General operating support to provide home-delivered nutritionally appropriate meals for people living with a life-threatening disease</i> | \$5,000 00 |
| Pueblo StepUp Pueblo, CO <i>General operating support to provide senior and children wellness and healthcare programs for Pueblo County's underserved</i> | \$7,500 00 |
| Rocky Mountain Rural Health Fairplay, CO <i>General operating support to provide physical and mental health care to South Park residents</i> | \$7,500 00 |
| Rocky Mountain Stroke Association Littleton, CO <i>General operating support to promote stroke awareness and to provide low cost rehab and recovery services to victims of stroke</i> | \$5,000 00 |
| Summit Community Care Clinic, Inc. Frisco, CO <i>General operating support to provide primary and preventative health care, behavioral health, and oral health for low-income, uninsured individuals and families living or working in Summit County</i> | \$7,500 00 |
| Summit Medical Center Health Foundation Frisco, CO <i>General operating support for Bristlecone Health Services to provide home health and hospice support services for un- or under-insured individuals</i> | \$5,000 00 |
| Women's Lighthouse Project Denver, CO <i>General operating support to provide education, advocacy, and supportive services to women living with HIV/AIDS</i> | \$5,000 00 |
| Wray Rehabilitation and Activities Center, Inc. Wray, CO <i>General operating support to continue health and wellness programs for the citizens of Yuma County</i> | \$5,000 00 |
| Yampa Valley Autism Program Steamboat Springs, CO <i>To support a social cognition and mentoring program for middle school and high school students, and young adults suffering from autism</i> | \$5,000 00 |
| <u>Humane Animal Services</u> | |
| American Humane Association Englewood, CO <i>To support the animal-assisted therapy program, Denver Pet Partners</i> | \$5,000 00 |
| Cat Care Society Lakewood, CO <i>General operating support to provide low-cost veterinary services on a sliding fee scale to cats owned by low-income persons</i> | \$3,500 00 |

2008 Grants Disbursed by Category

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| Colorado Horse Rescue | \$5,000 00 |
| Longmont, CO <i>To support the Horse Care Fund and therapeutic programs for developmentally disabled children and adults</i> | |
| Morgan Humane Society | \$5,000 00 |
| Fort Morgan, CO <i>General operating support to provide compassionate care to animals and their work with special needs children</i> | |
| Second Chance Humane Society | \$5,000 00 |
| Ridgway, CO <i>To support veterinary care for pets of low-income seniors</i> | |
| <u>Literacy</u> | |
| Children's Literacy Center | \$5,000 00 |
| Colorado Springs, CO <i>General operating support for literacy tutoring programs</i> | |
| Community College of Aurora Foundation | \$5,000 00 |
| Aurora, CO <i>To support enhancing the computer labs, curriculum, and staffing of their Community English as a Second Language program serving Aurora's growing immigrant population</i> | |
| Gunnison County Library District | \$5,000 00 |
| Gunnison, CO <i>To support family literacy classes for low-literacy adults and their families with integrated early child and adult literacy instruction</i> | |
| The Literacy Center | \$5,000 00 |
| Grand Junction, CO <i>General operating support to provide adult literacy and learning opportunities in Mesa County</i> | |
| Logan County Literacy Coalition | \$5,000 00 |
| Sterling, CO <i>General operating support for a community-based volunteer program assisting families with their literacy skills</i> | |
| One Telluride | \$5,000 00 |
| Telluride, CO <i>To support the early childhood and English as a Second Language programs</i> | |
| Reach Out and Read Colorado | \$5,000 00 |
| Denver, CO <i>General operating support to assist pediatric clinics serving low-income families in promoting early literacy guidance during well-child check-ups for children six months to five years of age</i> | |
| <u>Low Income Housing</u> | |
| Chaffee Housing Trust | \$5,000 00 |
| Salida, CO <i>General operating support to help low-income individuals obtain affordable housing</i> | |
| Colorado Housing, Inc. | \$5,802 00 |
| Pagosa Springs, CO <i>General operating support to provide home ownership opportunities for low income buyers</i> | |

2008 Grants Disbursed by Category

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| The Denver Foundation | \$20,000 00 |
| Denver, CO | |
| <i>To participate in the Housing and Homelessness Funders Collaborative, supporting efforts that systemically impact homelessness efforts and affordable housing availability</i> | |
| Family HomeStead | \$10,000 00 |
| Denver, CO | |
| <i>General operating support to provide emergency, transitional housing, and case management to homeless families with children</i> | |
| Mile High Community Loan Fund, Inc. | \$7,500 00 |
| Denver, CO | |
| <i>General operating support to provide early-stage financing for affordable housing developers and nonprofit community facilities</i> | |
| Rocky Mountain HDC, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to provide affordable housing and supportive services to low income families in metro Denver</i> | |
| Thistle Community Housing | \$7,500 00 |
| Boulder, CO | |
| <i>General operating support to provide permanently affordable rental and home ownership opportunities for working families, single parents, seniors, and people with disabilities</i> | |
| <u>Mental Health</u> | |
| CHARG Resource Center | \$7,500 00 |
| Denver, CO | |
| <i>General operating support for programs serving mentally ill adults, utilizing an empowerment/partnership model of service delivery</i> | |
| Counseling and Education Center | \$5,000 00 |
| Grand Junction, CO | |
| <i>General operating support to provide counseling to low-income individuals and families in Mesa County</i> | |
| MDS Counseling Center | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to provide sliding scale counseling services to low income, uninsured, working-poor individuals and families, and mental health services in twenty elementary schools</i> | |
| Medicine Horse Center: Therapeutic Riding & Equine Rehabilitation | \$5,000 00 |
| Mancos, CO | |
| <i>To support equine assisted therapy sessions for at-risk youth and their extended families geared toward mental health issues</i> | |
| Mental Health America of Colorado | \$7,500 00 |
| Denver, CO | |
| <i>To support the Pro Bono Outreach program that coordinates mental health services for low-income and homeless populations that are clients of nonprofit organizations</i> | |
| Project WISE | \$5,000 00 |
| Denver, CO | |
| <i>To support a mental health counseling program for women with low-incomes</i> | |

2008 Grants Disbursed by Category

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| Western Colorado Suicide Prevention Foundation | \$5,000 00 |
| Grand Junction, CO <i>To support the "SAFE Teen-Suicide Awareness for Everyone," working with schools to train staff, parents, and students to recognize and respond to suicidal youth</i> | |
| Suicide Resource Center of Larimer County | \$5,000 00 |
| Loveland, CO <i>General operating support for suicide prevention and grief and depression support groups</i> | |
| <u>Native American</u> | |
| Native American Multi-Cultural Education School, Inc. | \$5,000 00 |
| Denver, CO <i>General operating support for classroom GED instruction</i> | |
| <u>Neighborhoods</u> | |
| Community Enterprise | \$5,000 00 |
| Commerce City, CO <i>General operating support to engage residents and support neighborhood efforts to improve the community</i> | |
| Denver Urban Gardens | \$5,000 00 |
| Denver, CO <i>General operating support to strengthen urban neighborhoods through community gardens</i> | |
| Groundwork Denver, Inc. | \$5,000 00 |
| Denver, CO <i>General operating support to work with residents in Denver's low-income neighborhoods to address local environmental and economic concerns</i> | |
| <u>Outdoor Programs</u> | |
| Environmental Learning for Kids | \$5,000 00 |
| Denver, CO <i>General operating support for hands-on classroom and experiential field activities engaging culturally diverse at-risk youth in leadership, science, natural resources, and related careers</i> | |
| The Women's Wilderness Institute | \$5,000 00 |
| Boulder, CO <i>To provide assistance for low-income girls to participate in the Girls' Wilderness program</i> | |
| <u>Self Sufficiency</u> | |
| ACCESS Housing, Inc. | \$7,500 00 |
| Commerce City, CO <i>General operating support to provide a continuum of services for homeless families and families at risk of homelessness</i> | |
| Almost Home, Inc. | \$5,000 00 |
| Brighton, CO <i>To provide self-sufficiency programming for residents of Hughes Station, a low-income rental community in downtown Brighton</i> | |
| Artspace & Open Studios | \$2,700 00 |
| Grand Junction, CO <i>To support low-income artists in developing their skills toward self-sufficiency</i> | |

2008 Grants Disbursed by Category

| | |
|--|-------------------|
| Colfax Community Network, Inc. | \$7,500 00 |
| Denver, CO <i>General operating support to serve low-income families living in motels along East Colfax</i> | |
| Colorado Homeless Families, Inc. | \$7,500 00 |
| Westminster, CO <i>General operating support to provide transitional housing and supportive services for homeless families with children</i> | |
| COMPA Ministries | \$7,500 00 |
| Denver, CO <i>To support the in-house canning and vacu-seal programs, providing vocational training and opportunities to re-entry workers and producing nutritious food products for partnering agencies</i> | |
| Cross Community Coalition | \$5,000 00 |
| Denver, CO <i>General operating support for programs working with families to improve their situation</i> | |
| Emily Griffith Foundation, Inc. | \$7,500 00 |
| Denver, CO <i>To support the work Intensive Skills Camp that prepares adult refugees and asylees with the soft and hard skills necessary to obtain and retain an entry-level job in the business workplace</i> | |
| English in Action | \$5,000 00 |
| Basalt, CO <i>General operating support to provide immigrant adults in the Roaring Fork Valley with individualized English language tutoring and opportunities for leadership development</i> | |
| Family Learning Center | \$5,000 00 |
| Boulder, CO <i>General operating support to provide a variety of educational opportunities to families for the purpose of breaking the bondage of prolonged cycles of poverty</i> | |
| Flatirons Habitat for Humanity | \$5,000 00 |
| Boulder, CO <i>To support the Habitat Homeowner Resource Development Program that offers a 15-week course, followed up with ongoing mentoring support to help low-income families make progress toward achieving self-sufficiency</i> | |
| FOCUS Offender Reentry Mentoring Program | \$4,849 00 |
| Boulder, CO <i>General operating support for programs to assist ex-offenders stabilize their lives</i> | |
| Focus Points Family Resource Center | \$5,000 00 |
| Denver, CO <i>General operating support to help low-income, Spanish-speaking families become self-sufficient</i> | |
| Greeley Transitional House | \$7,500 00 |
| Greeley, CO <i>General operating support to provide emergency shelter</i> | |
| Hope House of Colorado | \$5,000 00 |
| Arvada, CO <i>General operating support for a two-year residential program serving teen moms and their children</i> | |

2008 Grants Disbursed by Category

| | |
|--|------------|
| Integrated Community/Comunidad Integrada | \$5,000 00 |
| Steamboat Springs, CO | |
| <i>General operating support to provide resource education and intercultural activities for immigrants in northwest Colorado</i> | |
| Intercambio de Comunidades Denver | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to build respectful communities and broaden opportunities for immigrants through language education, cultural exchange, and friendship</i> | |
| Liza's Place | \$5,000 00 |
| Colorado Springs, CO | |
| <i>General operating support for programs that assist homeless women transition back into society</i> | |
| The Matthews House | \$5,000 00 |
| Fort Collins, CO | |
| <i>General operating support to assist young people emancipating out of the foster care or juvenile justice system in successfully transitioning to independent living</i> | |
| Mountain Resource Center | \$5,000 00 |
| Conifer, CO | |
| <i>General operating support to provide essential health and human service programs to residents in Park and West Jefferson counties</i> | |
| Neighbor to Neighbor | \$5,000 00 |
| Ouray, CO | |
| <i>General operating support to assist seniors, homebound and disabled adult residents to remain independent and be able to live in their homes</i> | |
| Parent Pathways, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for the Florence Crittenton Home and School for teen parents</i> | |
| Pikes Peak Community Action Agency | \$7,500 00 |
| Colorado Springs, CO | |
| <i>General operating support to provide basic needs and supportive services to low-income individuals and families striving to become self-sufficient</i> | |
| Project Self-Sufficiency | \$7,500 00 |
| Loveland, CO | |
| <i>General operating support to provide comprehensive assistance to low-income single parents in their efforts to achieve self-sufficiency</i> | |
| Sacred Heart House of Denver | \$6,000 00 |
| Denver, CO | |
| <i>General operating support to provide a continuum of services to homeless mothers with children and single women</i> | |
| SLV Immigrant Resource Center | \$5,000 00 |
| Alamosa, CO | |
| <i>General operating support for programs that assist immigrants to become self-sufficient</i> | |
| Stride | \$7,500 00 |
| Lakewood, CO | |
| <i>General operating support to assist low-income families in becoming economically self-sufficient and independent of government assistance</i> | |

2008 Grants Disbursed by Category

| | |
|---|------------|
| Turnabout, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>To provide transportation assistance to ex-offenders while they search for employment, and once employed, until they receive their first paycheck</i> | |
| Veterans Helping Veterans Now | \$5,000 00 |
| Boulder, CO | |
| <i>General operating support to provide outreach and support to veterans in need of assistance</i> | |
| Warren Village | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to provide supportive, transitional housing for low-income, single-parent families</i> | |
| Women's Bean Project | \$7,500 00 |
| Denver, CO | |
| <i>General operating support to provide transitional employment services for low-income women</i> | |
| Yampah Teen Parent Program | \$5,000 00 |
| Glenwood Springs, CO | |
| <i>General operating support to work with teen parents earning their high school diploma by providing high quality early childhood education, case management services, and parenting classes</i> | |
| YWCA of Boulder County | \$5,000 00 |
| Boulder, CO | |
| <i>To support Children's Alley, an emergency, drop-in child care center offering a sliding-fee scale and for the Families in Transition Program</i> | |

Senior Programs

| | |
|--|------------|
| All Points Transit, Inc. | \$7,500 00 |
| Montrose, CO | |
| <i>General operating support to provide seniors, disabled individuals, and low-income individuals with transportation to medical, dental, and personal services in Montrose County</i> | |
| The Argyle Foundation | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for affordable housing for low-income seniors</i> | |
| The Association for Senior Citizens | \$7,500 00 |
| Denver, CO | |
| <i>To support programs providing basic needs, supportive and emergency services to low-income seniors in Colorado</i> | |
| Bessie's Hope | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for programs bringing together youth and seniors in nursing home and assisted living facilities</i> | |
| Denver Museum of Nature & Science Seniors' Days | \$5,000 00 |
| Denver, CO | |
| <i>To support programming for seniors for 2009</i> | |
| Dominican Sisters Home Health Agency | \$5,000 00 |
| Denver, CO | |
| <i>To support a low-income senior wellness clinic in metro Denver staffed by a Dominican Sister Home Health Agency registered nurse</i> | |

2008 Grants Disbursed by Category

| | |
|--|------------|
| Elder Pet Care | \$4,500 00 |
| Fort Collins, CO <i>To support the Annual Care Program that provides preventative veterinary care for pets of low income seniors</i> | |
| Eldergarden Adult Day Program | \$5,000 00 |
| Greeley, CO <i>General operating support for a structured day program for older adults who have difficulty functioning independently</i> | |
| Golden Age Center | \$7,500 00 |
| Canon City, CO <i>General operating support for a variety of senior programs</i> | |
| Meals on Wheels for Fort Collins, CO, INC | \$7,407 00 |
| Fort Collins, CO <i>General operating support to provide meals and social interaction to homebound individuals five days a week</i> | |
| Meals on Wheels of Boulder, Inc. | \$5,000 00 |
| Boulder, CO <i>General operating support to subsidize the cost of delivered and congregate meals for the elderly, disabled, and infirm.</i> | |
| Meals on Wheels of Loveland & Berthoud, Inc. | \$5,000 00 |
| Loveland, CO <i>General operating support to provide hot meals to homebound seniors and people with disabilities</i> | |
| Morgan Community College | \$5,070 00 |
| Fort Morgan, CO <i>To support training for older adults for part-time jobs in Morgan County</i> | |
| Neighbor to Neighbor Volunteers/The Chaffee Shuttle | \$7,500 00 |
| Salida, CO <i>General operating support for the Chaffee Shuttle which provides transportation to seniors and others in need</i> | |
| Project Support Senior Center | \$5,000 00 |
| Idaho Springs, CO <i>To support upgrading the main restroom facilities in the senior center in order to meet ADA requirements</i> | |
| Rebuilding Together Metro Denver | \$5,000 00 |
| Denver, CO <i>General operating support to rehabilitate homes and assist homeowners to live independently in warm, safe, and dry conditions</i> | |
| Retired Seniors Volunteer Program-Colorado West | \$5,000 00 |
| Montrose, CO <i>General operating support</i> | |
| RSVP of Boulder County | \$5,000 00 |
| Boulder, CO <i>General operating support to engage seniors in meaningful community volunteer service and provide Safety Net services for seniors and the disabled</i> | |
| Salida Senior Daycare | \$5,000 00 |
| Salida, CO <i>General operating support for an adult day care center</i> | |

2008 Grants Disbursed by Category

| | |
|--|-----------------|
| The Senior Hub, Inc. | \$7,500 00 |
| Federal Heights, CO | |
| <i>General operating support for rural outreach programs helping older adults live safe and healthy lives and to be as independent as possible</i> | |
| Senior Matters | \$5,000 00 |
| Carbondale, CO | |
| <i>To support the launch of a Senior Center in Carbondale</i> | |
| Senior Resource Services | \$5,000 00 |
| Greeley, CO | |
| <i>General operating support for programs that assist the elderly and their families deal with the issues and challenges of aging in Greeley and Weld Counties</i> | |
| Seniors' Resource Center | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for services to enhance independence, dignity, and quality of life for seniors</i> | |
| Seniors, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>To support the Senior Companion program providing assistance to low-income frail, elderly, ill, disabled, and victimized adults</i> | |
| Southern Ute Community Action Programs, Inc. | \$5,000 00 |
| Ignacio, CO | |
| <i>To support the Ignacio Senior Center's congregate meals and home delivered meals to rural elderly individuals</i> | |
| Vietnamese Elderly Association of Colorado | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for programs providing services to the Vietnamese elderly</i> | |
| Wet Mountain Valley Community Service, Inc. | \$4,000 00 |
| Westcliffe, CO | |
| <i>General operating support to provide transportation services to senior and disabled persons in Custer County</i> | |
| <u>Trustees' Discretionary Grants</u> | |
| Anchor Center for Blind Children | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for educational, therapeutic, and family services for blind or visually impaired children from birth to age five</i> | |
| Bishop Seabury Academy | \$10,000 00 |
| Lawrence, KS | |
| <i>General operating support</i> | |
| Children's Garden Montessori School | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for early childhood education in the city</i> | |
| Colorado Center on Law and Policy | \$5,000 00 |
| Denver, CO | |
| <i>To support education and outreach efforts to help families confront barriers to achieving self-sufficiency</i> | |

2008 Grants Disbursed by Category

| | |
|---|-------------|
| The Colorado Mountain Club | \$5,000 00 |
| Golden, CO | |
| <i>To support the Youth Education Program, which offers mountain-related topics into the school curriculum and engages at-risk youth in mountaineering experiences</i> | |
| Dumb Friends League | \$10,000 00 |
| Denver, CO | |
| <i>General operating support to provide humane animal services</i> | |
| Escuela de Guadalupe | \$20,000 00 |
| Denver, CO | |
| <i>General operating support to provide tuition assistance to children of low-income families</i> | |
| Historic Denver, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>To support the Sacred Landmarks Preservation Program that provides preservation assistance to urban historic sacred places that serve as important providers of health and human services in the community</i> | |
| Summer Scholars | \$10,000 00 |
| Denver, CO | |
| <i>General operating support for summer, after school, and family literacy programs serving struggling elementary students in public schools in northeast Denver</i> | |
| University of Kansas Spencer Museum of Art | \$10,000 00 |
| Lawrence, CO | |
| <i>To support the Museum's outreach initiatives</i> | |

Violence

| | |
|---|------------|
| Advocate Safehouse Project, Inc | \$5,000 00 |
| Glenwood Springs, CO | |
| <i>General operating support to assist victims of domestic and sexual violence and their children</i> | |
| Advocates Against Battering and Abuse | \$1,300 00 |
| Steamboat Springs, CO | |
| <i>General operating support for domestic and sexual violence programs</i> | |
| Advocates for Victims of Assault, Inc. | \$5,000 00 |
| Frisco, CO | |
| <i>General operating support to provide services to victims of domestic violence and trauma and to promote a non-violent culture in the community</i> | |
| ADVOCATES: Victim Assistance Team of Grand County | \$5,000 00 |
| Hot Sulphur Springs, CO | |
| <i>General operating support for services to victims of domestic and sexual violence in Grand County</i> | |
| Alternative Horizons | \$5,000 00 |
| Durango, CO | |
| <i>General operating support to provide crisis hotline and advocacy services to victims of domestic violence</i> | |
| Arkansas Valley Resource Center | \$5,000 00 |
| La Junta, CO | |
| <i>General operating support to provide shelter and support for victims of domestic violence and all other victims of crimes</i> | |

2008 Grants Disbursed by Category

| | |
|---|------------|
| Centro de la Familia Colorado Springs, CO <i>To support the 24-hour crisis line</i> | \$5,000 00 |
| ChildSafe Fort Collins, CO <i>General operating support for treatment programs for child and adolescent victims of sexual abuse and their non-offending family members</i> | \$5,000 00 |
| Denver Children's Advocacy Center Denver, CO <i>General operating support for assessment and treatment counseling and forensic services for child victims of sexual abuse and child witnesses to homicides or domestic violence</i> | \$5,000 00 |
| Domestic Violence Initiative for Women with Disabilities Denver, CO <i>General operating support for services to women with disabilities who have been victims of domestic violence, sexual assault, and caregiver abuse</i> | \$5,000 00 |
| Gateway Battered Women's Services Aurora, CO <i>General operating support to provide services for women and children suffering from domestic violence</i> | \$5,000 00 |
| Larimer County Child Advocacy Center, Inc. Fort Collins, CO <i>General operating support to provide forensic interviews and supportive services to child victims of sexual abuse and their non-offending parent or guardian</i> | \$5,000 00 |
| Mountain Peace Shelter Bailey, CO <i>General operating support to provide shelter to rural women and children, a 24-hour hotline, pet foster care, and community outreach and education services</i> | \$5,000 00 |
| Office of the District Attorney 11th Judicial District Canon City, CO <i>To support educational and awareness outreach programs in Fremont and Custer counties addressing domestic violence issues against women over the age of sixty</i> | \$2,500 00 |
| Project PAVE Denver, CO <i>To support the scholarship program</i> | \$5,000 00 |
| Pueblo Rape Crisis Services Pueblo, CO <i>To support healthy relationship educational programs for high school and college students</i> | \$5,000 00 |
| Rocky Mountain Immigrant Advocacy Network Westminster, CO <i>To support the Children's Program providing free legal services to immigrant children who are victims of abuse, neglect, abandonment, or violence</i> | \$5,000 00 |
| SafeHouse Denver, Inc. Denver, CO <i>To support emergency shelter for women and child victims of domestic violence</i> | \$7,500 00 |

2008 Grants Disbursed by Category

| | |
|--|------------|
| San Miguel Resource Center Telluride, CO <i>General operating support to provide services to victims of domestic violence and sexual assault</i> | \$5,000 00 |
| Sexual Assault Services Organization Durango, CO <i>General operating support to provide support and advocacy for victims of sexual assault and prevention programs to increase public awareness and safety</i> | \$5,000 00 |
| Victim Outreach Information, Inc. Golden, CO <i>General operating support to provide advocacy and direct services to victims of violent crimes and trauma</i> | \$5,000 00 |
| A Woman's Place, Inc. Greeley, CO <i>General operating support for a domestic violence shelter and services in Weld County</i> | \$5,000 00 |
| Women's Crisis & Family Outreach Center Castle Rock, CO <i>To support a variety of services for women and children at a domestic violence shelter</i> | \$5,000 00 |

Youth Programs

| | |
|--|------------|
| Youthentity Carbondale, CO <i>General operating support to help prepare youth for future success through training and real life experiences</i> | \$5,000 00 |
| Attention Homes Boulder, CO <i>General operating support to provide emergency shelter and therapeutic services in a group home setting for abused, neglected, runaway, troubled, and homeless youth in Boulder County</i> | \$5,000 00 |
| Bent County Las Animas Community Activity Center, Inc. Las Animas, CO <i>General operating support for after-school recreational and mentoring programs for youth</i> | \$5,000 00 |
| Black Canyon Boys and Girls Club Montrose, CO <i>General operating support for quality after-school and summer programming for children 6-18 years in the Montrose-Olathe region</i> | \$5,000 00 |
| Boys and Girls Club of Craig & Steamboat Springs Craig, CO <i>General operating support for youth development programs</i> | \$7,500 00 |
| Boys and Girls Club of South Park Fairplay, CO <i>General operating support for a full-service licensed, after-school and summer drop-in facility for children and youth of South Park</i> | \$5,000 00 |
| Boys and Girls Club/Girls Inc. of Pueblo County & the Lower Arkansas Valley Pueblo, CO <i>General operating support to provide safe and nurturing environments for disadvantaged children</i> | \$5,000 00 |

2008 Grants Disbursed by Category

| | |
|--|------------|
| Boys and Girls Clubs of Chaffee County | \$5,000 00 |
| Salida, CO <i>General operating support to provide comprehensive and high-quality, year-round after-school and summer enrichment opportunities for youth in Salida and Buena Vista</i> | |
| Center for Restorative Programs | \$5,000 00 |
| Alamosa, CO <i>General operating support to promote healthy and restorative conflict resolution for youth, their families, and victims of juvenile crime</i> | |
| Colorado Preservation, Inc. | \$5,000 00 |
| Denver, CO <i>To support a Preserve America youth group from Eads to visit Crow Canyon and Mesa Verde</i> | |
| Colorado Springs Teen Court, Inc. | \$5,000 00 |
| Colorado Springs, CO <i>General operating support for a teen-adjudicated trial and sentencing program for first-time misdemeanor youth offenders</i> | |
| Cresson Dance | \$5,000 00 |
| Cripple Creek, CO <i>To support a scholarship fund to bring dance performances and educational experiences to neighboring school districts and communities.</i> | |
| Crestone Youth Programs | \$5,000 00 |
| Crestone, CO <i>General operating support for programs to enhance self-esteem and the maturing process of area youth</i> | |
| Downtown Aurora Visual Arts | \$5,000 00 |
| Aurora, CO <i>General operating support for arts programming serving economically disadvantaged youth along the Colfax corridor in original Aurora</i> | |
| Educo Leadership Adventures | \$5,000 00 |
| Fort Collins, CO <i>To support Community Programs, providing outdoor programming for at-risk young people, focusing on leadership development and enhanced self-image</i> | |
| Girl Scouts of Colorado | \$5,000 00 |
| Denver, CO <i>General operating support for Region 3 covering Southeast Colorado</i> | |
| Gold Crown Foundation Enrichment Program | \$5,000 00 |
| Lakewood, CO <i>To support the after-school Computer Clubhouse and the Daytime Art & Technology classes serving low-income youth with academic enrichment and positive engagement</i> | |
| Gunnison Area Restorative Practices | \$5,000 00 |
| Gunnison, CO <i>General operating support to promote practices that repair harm, restore relationships, and build community</i> | |
| HAWKS | \$5,000 00 |
| Denver, CO <i>General operating support for programs helping at-risk, inner-city youth</i> | |

2008 Grants Disbursed by Category

| | |
|---|------------|
| Huerfano County Youth Services | \$7,500 00 |
| Walsenburg, CO | |
| <i>General operating support to expand the youth service program and maintain the at-risk youth mentoring program (Challenge</i> | |
| Loveland Youth Gardeners | \$5,000 00 |
| Loveland, CO | |
| <i>General operating support for gardening programs that teach job skills, community service, and leadership to at-risk and special needs youth</i> | |
| Mesa County Partners | \$7,500 00 |
| Grand Junction, CO | |
| <i>General operating support for a one-to-one youth mentoring program</i> | |
| Net Results Junior Tennis, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to provide an after-school program and an intensive summer camp for low-income children providing tennis instruction, tutoring, and life skills</i> | |
| Partners in Routt County | \$5,000 00 |
| Steamboat Springs, CO | |
| <i>General operating support to provide mentoring services to at-risk youth in Routt County</i> | |
| Partners Mentoring Youth of Larimer County | \$7,500 00 |
| Fort Collins, CO | |
| <i>General operating support for one-on-one mentoring services</i> | |
| Partners of Boulder County, Inc. | \$5,000 00 |
| Longmont, CO | |
| <i>General operating support for mentoring programs for at-risk youth</i> | |
| Partners of Delta, Montrose and Ouray | \$5,000 00 |
| Montrose, CO | |
| <i>General operating support for one-to-one mentoring, the Nexus waiting youth, the Art Partners programs, and the Brown Center Mentoring programs for sheltered teenage boys</i> | |
| PlatteForum | \$5,000 00 |
| Denver, CO | |
| <i>General operating support to promote academic, personal, and workforce skills for at-risk and underserved youth</i> | |
| Smart-Girl, Inc. | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for a prevention and enrichment program for at-risk middle school girls that leads to strong communication skills and smart decisions</i> | |
| A Theatre Group | \$5,000 00 |
| Silverton, CO | |
| <i>General operating support for a summer arts camp for children and to cover production expenses for the youth theatre productions</i> | |
| The Tree House Center for Youth | \$5,000 00 |
| Grand Junction, CO | |
| <i>To support the expansion of the Kids Kabana After-School program for at-risk youth in Clifton, CO</i> | |

2008 Grants Disbursed by Category

| | |
|---|------------------------------|
| Valle del Sol Community Center | \$5,000 00 |
| Capulin, CO | |
| <i>General operating support for the Mi Amigo After School Program serving children from 1st through 9th grades</i> | |
| Victim Offender Reconciliation Program of Denver | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for face-to-face mediations between juvenile offenders and their victims</i> | |
| Volunteers for Outdoor Colorado | \$5,000 00 |
| Denver, CO | |
| <i>To support the Outdoor Stewardship Program designed to engage youth volunteers in stewardship projects on Colorado's public lands</i> | |
| Western Colorado Council, Boy Scouts of America | \$5,000 00 |
| Grand Junction, CO | |
| <i>General operating support to support youth programs in western Colorado</i> | |
| Wildland Awareness and Educational Institute | \$5,000 00 |
| Indian Hills, CO | |
| <i>General operating support for conservation education programs connecting youth to nature</i> | |
| YESS Institute | \$5,000 00 |
| Denver, CO | |
| <i>General operating support for a structured peer mentoring program addressing academic achievement, leadership, and social-emotional intelligence</i> | |
| YouthBiz, Inc. | \$7,500 00 |
| Denver, CO | |
| <i>General operating support for programs that engage inner city youth in hands-on learning and work experiences to build business, leadership, and academic skills</i> | |
| YouthZone | \$5,000 00 |
| Glenwood Springs, CO | |
| <i>General operating support for prevention, intervention, and advocacy programs for at-risk youth</i> | |
| Grand Total | <u><u>\$1,999,061 50</u></u> |



REPORT SUMMARY SHEET FORM

Instructions: Submit this signed form with the grant report narrative and attachments by the date indicated by the funder. A cover letter is not required. Most foundations will not consider further grant requests from your organization until this report has been submitted.

Legal Name of Organization: Dinosaur Comm. Charter Sch

DBA (if applicable):

Mailing Address, City, State, and Zip: PO Box 240 Dinosaur, CO 81610

Phone: 970-374-2265 **Fax:** 970-374-2264 **EIN:**

Website:

CEO/Executive Director: CARMEN MCKAY

Phone: 970-374-2265 **Email:** CARMEN.dcs@yanov.com

Report Contact & Title (if not the CEO/Executive Director):

SARAH WAGNER

Phone: 970-374-2265 **Email:** SWTBO@yanov.com

Dates Covered by This Grant: 10-2008-1-7-2009

Type of Grant: ☒ General Operating ☒ Program ☐ Capital ☐ Other

Grant Amount: \$ 10,000.00 **Grant ID Number (if applicable):**

Program/Project Name (if applicable):

Summary of the Grant Purpose:

One on one & Group reading. Encourage children to Read through with the use of incentives & Art Project Related to the theme of BOOKS!

Have there been any changes to your organization's federal tax exempt status since you were awarded this grant? ☒ No ☐ Yes (Please explain in the narrative section)

By signing below, I certify that the information contained in this report is true and correct to the best of my knowledge

Carmen McKay + Sarah Wagner
CEO/Executive Director Date 8-10-10

Dinosaur Community Charter Grant

Grantor: Anschutz Family Foundation

\$ 10,000.00

Total Grant Received

\$ 10,000.00

Grant Expenditures

Amount

Salary

Teacher Aide - Barta

\$ 7,594.38

Mentor

1,650.00

\$ 9,244.38

Resources

reading program

\$ 505.62

Incentives

250.00

\$ 755.62

TOTAL GRANT EXPENDITURES

\$ 10,000.00

Note: No funds have been diverted from the purpose of the grant.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed)A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Electronic Filing (e-file). Generally, you can electronically file Form 8868 if you want a 3-month automatic extension of time to file one of the returns noted below (6 months for a corporation required to file Form 990-T). However, you cannot file Form 8868 electronically if (1) you want the additional (not automatic) 3-month extension or (2) you file Forms 990-BL, 6069, or 8870, group returns, or a composite or consolidated Form 990-T. Instead, you must submit the fully completed and signed page 2 (Part II) of Form 8868. For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

| | | |
|---|--|---|
| Type or print File by the due date for filing your return. See instructions. | Name of Exempt Organization Anschutz Family Foundation | Employer identification number 74-2132676 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 555 17th Street, No. 2400 | |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. Denver, CO 80202-3941 | |

Check type of return to be filed (file a separate application for each return).

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-T (corporation) | <input type="checkbox"/> Form 4720 |
| <input type="checkbox"/> Form 990-BL | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 5227 |
| <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 6069 |
| <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 8870 |

Robert S. Rich

- The books are in the care of ▶ **555 17th St., Suite 2400, Denver, CO - 80202-3941**
Telephone No ▶ **303-293-2338** FAX No. ▶ **303-299-1235**

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension will cover

- I request an automatic 3-month (6-months for a corporation required to file Form 990-T) extension of time until **July 15, 2010**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- ▶ ☐ calendar year _____ or
▶ ☒ tax year beginning **DEC 1, 2008**, and ending **NOV 30, 2009**

- If this tax year is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period

| | | | |
|---|-----------|----|----------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | \$ | 9,628. |
| b If this application is for Form 990-PF or 990-T, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ | 14,591. |
| c Balance Due. Subtract line 3b from line 3a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | \$ | 0. |

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

DENVER CO 80202

Form **8868** (Rev. 4-2009)

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2008.05000 Anschutz Family Foundation AFF 1

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

| | | |
|---|---|--------------------------------|
| Type or print File by the extended due date for filing the return. See instructions. | Name of Exempt Organization | Employer identification number |
| | Anschutz Family Foundation | 74-2132676 |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 555 17th Street, No. 2400 | For IRS use only |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. Denver, CO 80202-3941 | |

Check type of return to be filed (File a separate application for each return):

- ☐ Form 990 ☐ Form 990-EZ ☐ Form 990-T (sec. 401(a) or 408(a) trust) ☐ Form 1041-A ☐ Form 5227 ☐ Form 8870
☐ Form 990-BL ☒ Form 990-PF ☐ Form 990-T (trust other than above) ☐ Form 4720 ☐ Form 6069

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

Robert S. Rich

- The books are in the care of ☒ 555 17th St., Suite 2400, Denver, CO - 80202-3941
 Telephone No. ☒ 303-293-2338 FAX No. ☒ 303-299-1235

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until October 15, 2010.
- 5 For calendar year _____, or other tax year beginning DEC 1, 2008, and ending NOV 30, 2009.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
Additional time is required to obtain the information necessary in order to file a complete and accurate tax return.

| | | | |
|---|----|----|---------|
| 8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 8a | \$ | 9,628. |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868. | 8b | \$ | 14,591. |
| c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 8c | \$ | 0. |

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ☒ Robert S. Rich Title ☒ Treasurer Date ☒ 6/28/2010

Form 8868 (Rev. 4-2009)

INTERNAL REVENUE SERVICE
 W & I - FIELD ASSISTANCE
 DENVER CO 80202
 JUN 28 2010
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