Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2008

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
HEWIT FAMILY FOUNDATION

Number and street (or P O box number if mail is not delivered to street address) 621 17TH STREET — Room/suite 2555

City or town, state, and ZIP code DENVER, CO 80293

A Employer identification number 74-2397040

B Telephone number 303-292-0697

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) ▶$ 12,317,748.

J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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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)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	835,383.	832,100.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-260,382.			STATEMENT 1
	b Gross sales price for all assets on line 6a 398,369.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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				
	12 **Total.** Add lines 1 through 11	575,001.	832,100.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 3	3,450.	3,450.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 4	17,096.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 5	84.	84.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	20,630.	3,534.		0.
	25 Contributions, gifts, grants paid	590,000.			590,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	610,630.	3,534.		590,000.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-35,629.			
	b **Net investment income** (if negative, enter -0-)		828,566.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		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			
	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 STMT 6	5,263.	0.	61,579.
	b Investments - corporate stock STMT 7	1,076,526.	1,076,526.	1,220,565.
	c Investments - corporate bonds STMT 8	12,228,331.	12,326,058.	10,893,000.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 9	262,017.	125,484.	125,484.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ FIT ESTIMATE PMT)	8,680.	17,120.	17,120.
	16 Total assets (to be completed by all filers)	13,580,817.	13,545,188.	12,317,748.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	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)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	3,375,000.	3,375,000.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	10,205,817.	10,170,188.	
	30 Total net assets or fund balances	13,580,817.	13,545,188.	
	31 Total liabilities and net assets/fund balances	13,580,817.	13,545,188.	

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	13,580,817.
2	Enter amount from Part I, line 27a	2	-35,629.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	13,545,188.
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	13,545,188.

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 ATTACHED SCHEDULE	P	VARIOUS	VARIOUS
b				
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	398,369.		658,751.	-260,382.
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				-260,382.
b				
c				
d				
e				

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	-260,382.
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	675,000.	12,748,332.	.052948
2006	874,668.	14,721,902.	.059413
2005	879,599.	14,511,559.	.060614
2004	990,348.	14,727,643.	.067244
2003	820,000.	14,193,382.	.057773

2 Total of line 1, column (d)	2	.297992
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	.059598
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5	4	10,704,324.
5 Multiply line 4 by line 3	5	637,956.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,286.
7 Add lines 5 and 6	7	646,242.
8 Enter qualifying distributions from Part XII, line 4	8	590,000.

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			1	16,571.
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	16,571.
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	16,571.
6 Credits/Payments				
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	17,120.		
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	17,120.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	549.
11 Enter the amount of line 10 to be **Credited to 2009 estimated tax** ▶ 549. **Refunded** ▶			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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0. **(2)** On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ HEWIT FAMILY FOUNDATION Telephone no ▶303-292-0697

Located at ▶621 17TH STREET, STE.#2555, DENVER, CO ZIP+4 ▶80293

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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ 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)?	☐ Yes ☒ 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)	☐ Yes ☒ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ________ , ________ , ________ , ________				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ 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	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?		4b		X

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Part VII-B | Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

			Yes	No
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			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If you answered "Yes" to 6b, also file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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 10		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
NONE				

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments. See instructions 3	
Total. Add lines 1 through 3 ▶	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	10,720,759.
b	Average of monthly cash balances	1b	146,575.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	10,867,334.
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	10,867,334.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	163,010.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,704,324.
6	**Minimum investment return.** Enter 5% of line 5	6	535,216.

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	535,216.
2a	Tax on investment income for 2008 from Part VI, line 5 — 2a: 16,571.		
b	Income tax for 2008 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	16,571.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	518,645.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	518,645.
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	518,645.

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	590,000.
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	590,000.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	590,000.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				518,645.
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 124,877.				
b From 2004 269,936.				
c From 2005 171,489.				
d From 2006 155,903.				
e From 2007 54,679.				
f **Total** of lines 3a through e	776,884.			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ $ 590,000.				
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				518,645.
e Remaining amount distributed out of corpus	71,355.			
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	848,239.			
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	124,877.			
9 **Excess distributions carryover to 2009** Subtract lines 7 and 8 from line 6a	723,362.			
10 Analysis of line 9				
a Excess from 2004 269,936.				
b Excess from 2005 171,489.				
c Excess from 2006 155,903.				
d Excess from 2007 54,679.				
e Excess from 2008 71,355.				

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 ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	(e) Total
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(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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).)

NONE

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

WILLIAM D. HEWIT
621 17TH STREET, STE. #2555, DENVER, CO 80293

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

WRITTEN REQUEST INCLUDING DESCRIPTION OF PROJECT

c Any submission deadlines

NONE

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

AWARDS LIMITED TO ORGANIZATIONS QUALIFYING UNDER SECTION 501C(3) OF THE INTERNAL REVENUE CODE

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE	N/A	PUBLIC	UNDESIGNATED	590,000.
Total			▶ 3a	590,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	835,383.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	-260,382.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		575,001.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 575,001.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge

William L Hewit 12/MAR/10

Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature Richard T Higgins	Date 3/8/10	Check if self-employed ☐	Preparer's identifying number
Firm's name (or yours if self-employed), address, and ZIP code	R.T. HIGGINS & ASSOCIATES, P.C. 1775 SHERMAN, SUITE 1350 DENVER, CO 80203	EIN	
		Phone no	303-832-0815

823622
01-02-09

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SEE ATTACHED SCHEDULE	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
398,369.	658,751.	0.	0.	-260,382.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	-260,382.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
MERRILL LYNCH	835,383.	0.	835,383.
TOTAL TO FM 990-PF, PART I, LN 4	835,383.	0.	835,383.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	3,450.	3,450.		0.
TO FORM 990-PF, PG 1, LN 16B	3,450.	3,450.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	17,096.	0.		0.
TO FORM 990-PF, PG 1, LN 18	17,096.	0.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK CHARGES	4.	4.		0.
EMA ANNUAL FEE	80.	80.		0.
TO FORM 990-PF, PG 1, LN 23	84.	84.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 6

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
MUNICIPAL BONDS		X	0.	61,579.
TOTAL U.S. GOVERNMENT OBLIGATIONS				
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				61,579.
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	61,579.

FORM 990-PF	CORPORATE STOCK	STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS	1,076,526.	1,220,565.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,076,526.	1,220,565.

FORM 990-PF	CORPORATE BONDS	STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	12,326,058.	10,893,000.
TOTAL TO FORM 990-PF, PART II, LINE 10C	12,326,058.	10,893,000.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	125,484.	125,484.
TOTAL TO FORM 990-PF, PART II, LINE 13		125,484.	125,484.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM D. HEWIT 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
BETTY RUTH HEWIT 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
CHRISTIE F. ANDREWS 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
RICHARD J. ANDREWS 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
JACK E. KENNEDY 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
ROBERT S. BROWN 621 17TH STREET, #2555 DENVER, CO 80293	0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

HEWIT FAMILY FOUNDATION - ID# 74-2397040
FORM 990-PF: SUPPORTING SCHEDULES
FYE NOVEMBER 30, 2009

		End of Year	
		Book Value	FMV
Part II, Line 10a			
	Platte Riv Power Auth CO	$ -	$ 61,579
Part II, Line 10b			
	Coporate Stocks		
	Boeing Company	$ 479,375	$ 524,100
	Walt Disney	416,026	453,300
	Proctor & Gamble	181,125	243,165
	Motorola		
		$ 1,076,526	$ 1,220,565
Part II, Line 10c			
	Corporate Bonds		
	I B M Corp Deb 8 375%	$ 205,134	$ 267,114
	I B M Corp Deb 6 5%	398,194	456,440
	AT&T - Deb 9 455%	201,730	258,323
	AT&T -Deb 6 375	102,525	104,960
	Morgan Stanley Cap IV 6 25%	306,874	244,800
	Morgan Stanley Cap III 6 25%	207,056	162,960
	Morgan Stanley Cap VI 6 60%	100,000	86,080
	Morgan Stanley Cap VII 6 6%	102,965	86,080
	JP Morgan Chase - 7%	105,463	100,600
	JPM Chase XI 5 875	201,135	172,480
	JP Morgan Chase Cap XII 6 25%	307,592	280,800
	JP Morgan Chase 6 15%	300,000	289,767
	JP Morgan Chase CAP XIV 6 200%	408,314	373,264
	JP Morgan Chase XXIV 6 875%	188,005	199,600
	DB Cont Cap TRST II 6 55%	200,005	158,000
	DB Cont Cap Trust III 7 6%	100,000	92,320
	USB Capital VIII - 6 35%	101,088	90,800
	USB Capital XII 6 3%	200,000	174,400
	Motorola Notes 7 625%	201,503	208,800
	Sears Roebuck Deb 6 875%	298,214	231,000
	GTE Corp Deb 6 94%	100,248	104,448
	Bac Capital Trust I - 7 0%	210,485	164,960
	Bac Capital Trust II - 7 0%	215,605	158,000
	Bac Capital Trust III - 7 0%	442,576	323,200
	BAC Capital Trust V	306,216	210,600
	BAC Capital Trust XII	200,000	158,480
	General Electric Capital 6 05%	203,302	179,320
	General Electric Captl 5 875%	208,699	187,120
	GE 6 10% 11/15/32	311,148	288,720
	General Electric Cap 6 625%	215,956	199,520
	General Electric 6 0%	300,000	302,559
	General Electric Capital 6 0%	100,000	93,920
	General Electric 6 45%	199,605	200,800
	General Electeric Cap 6 75%	199,509	205,102
	General Electric Cap 5 375%	97,008	105,400
	General Electric Cap 6 875%	83,981	104,863
	Merrill Lynch Bond 6 750%	518,950	493,250
	ML Bonds Global 6 5%	385,000	421,796
	ML Cap TR 6 45% 6-15-2062	196,405	142,160
	ML Cap TR 6 45% 12/15/2066	200,000	141,040
	ML Cap Tr IV - 7 120%	107,291	77,840
	NM Bank America Corp Deb 6 3%	100,000	97,033

HEWIT FAMILY FOUNDATION - ID# 74-2397040
FORM 990-PF: SUPPORTING SCHEDULES
FYE NOVEMBER 30, 2009

		Book Value	FMV
Part II, Line 10c-continued			
	Corporate Bonds-Continued		
	NM Bank of America 6 0%	200,000	196,692
	Bank of America Corp 8 2	98,205	88,000
	Bank of America Seri	80,161	80,120
	Citigroup Capital XVI 6 45%	205,291	137,760
	Citigroup Capital XVII 6 35%	101,805	68,840
	Citigroup Capital VIII 6 950%	528,009	380,200
	PPlus Ser Goldman Sachs -6 25%	94,729	85,000
	PPlus TR CTF Series 3 6 0%	197,277	165,760
	PPlus TR Series 1 6 0%	301,414	257,880
	Goldman Sachs Group Inc	102,405	98,200
	Goldman Sachs Group Inc	90,036	107,935
	Wells Fargo Capital XI 6 25%	100,000	86,720
	Wells Fargo Capital 5 95%	92,675	98,610
	Wachovia Cap TR IV 6 375	100,000	84,760
	Wachovia Cap TR IX 6 375%	101,205	83,640
	US Bancorp 7 875%	200,000	216,240
	Lehman Bros Hdgs 7 95%	96,405	404
	Fannie Mae 8 25% 4000S	101,805	2,880
	FNMA PRFD Series T 8 25	101,805	2,720
	Bank of America 6 25%	195,045	151,200
	Indiana Michigan Note 6%	100,000	100,720
		$ 12,326,058	$ 10,893,000
Part II, Line 10c			
	Other Investments		
	Merrill Lynch CMA Account	$ 125,484	$ 125,484
		$ 125,484	$ 125,484
Part II, Line 15			
	Other Assets		
	Estimated Excise Tax Payments	$ 17,120	$ 17,120
		$ 17,120	$ 17,120
	Total Assets	**13,545,187**	**12,317,748**

Part X, Line 1 (a) Average Monthly FMV of Securities

Date	FMV	Average Per Month
12/1/2008	9,669,078	
12/31/2008	10,339,482	10,004,280
1/31/2009	9,731,491	10,035,487
2/28/2009	8,158,200	8,944,846
3/31/2009	8,636,931	8,397,566
4/30/2009	9,569,643	9,103,287
5/31/2009	10,844,005	10,206,824
6/30/2009	11,060,613	10,952,309
7/31/2009	12,033,230	11,546,922
8/31/2009	12,235,621	12,134,426
9/30/2009	12,681,501	12,458,561
10/31/2009	12,436,275	12,558,888
11/30/2009	12,175,144	12,305,710
		128,649,103
	Average Per Month	$ 10,720,759

Part X, Line 1 (b) Average Monthly Cash Balance

Date	FMV	Average Per Month
12/1/2008	272,019	
12/31/2008	347,922	309,971
1/31/2009	89,154	218,538
2/28/2009	157,113	123,134
3/31/2009	164,235	160,674
4/30/2009	124,378	144,307
5/31/2009	114,372	119,375
6/30/2009	197,082	155,727
7/31/2009	66,134	131,608
8/31/2009	34,349	50,242
9/30/2009	107,517	70,933
10/31/2009	157,893	132,705
11/30/2009	125,484	141,689
		1,758,900 50
	Average Per Month	$ 146,575 04

HEWIT FAMILY FOUNDATION - ID# 74-2397040
FORM 990-PF: SUPPORTING SCHEDULES
FYE NOVEMBER 30, 2009

Part IV, Capital Gains and Losses

	Description	How Acquired P-purchase D-donation	Date Acquired	Date Sold		Gross Sales Price		Cost or Other Basis		Gain or (Loss)
4,000	CITIGROUP INC 8 12%	P	1/18/2008	3/2/09	$	31,812	$	100,000	$	(68,188)
5,000	COLORADO WTR RES PWR DEV	P	1/22/2002	9/1/09		5,000		5,263		(263)
12,000	INDEXPLUS TR CERTIFICATE	P	12/11/2003	11/3/09		202,373		300,000		(97,627)
2,000	CITIGROUP CAPITAL XI	P	1/18/2005	11/3/09		31,638		50,148		(18,510)
8,000	CITIGROUP CAPITAL XI	P	1/4/2005	11/3/09		127,546		203,340		(75,794)
				TOTALS	$	398,369	$	658,751		(260,382)

HEWIT FAMILY FOUNDATION - ID# 74-2397040
FORM 990-PF SUPPORTING SCHEDULES
FYE NOVEMBER 30, 2009

Part XV, Line 3(a) - Grants & Contributions Paid

Organization	If Recipient is Individual Show Relationship	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Bonfils Blood Center	N/A	Public	Undesignated	5,000
717 Yosemite Circle				
Denver, CO 80220				
Boy Scouts of America	N/A	Public	Undesignated	25,000
Denver Area Council				
2901 w 19th Ave				
Denver, CO 80262				
Caring Ambassadors	N/A	Public	Undesignated	20,000
604 East 16th St, Suite 201				
Vancover, WA 98663				
Girl Scouts Mile High Council	N/A	Public	Undesignated	25,000
4000 S Broadway				
Denver, CO 80209				
Denver Public Library	N/A	Public	Undesignated	5,000
1330 Fox St				
Denver, CO 80204				
Denver Zoological Foundation	N/A	Public	Undesignated	10,000
825 E Speer Blvd				
Denver, CO 80218				
Children's' Hospital Foundation	N/A	Public	Undesignated	10,000
East 19th Ave & Downing St				
Denver, CO 80218				
Epilepsy Foundation of Colorado	N/A	Public	Undesignated	20,000
234 Columbine Street, Suite 333				
Denver, CO 80206				
Make-a-Wish Foundation	N/A	Public	Undesignated	15,000
PO Box 5252				
Englewood, CO 80155				

Denver Museum of Nature and Science	N/A	Public	Undesignated	15,000
2001 Colorado Boulevard				
Denver, CO 80205				
Denver Botanic Gardens	N/A	Public	Undesignated	10,000
909 York St				
Denver, CO 80206				
Kempe Children Foundation	N/A	Public	Undesignated	15,000
3801 Martin Luther King Blvd				
Denver, CO 80205				
Kent Denver School	N/A	Public	Undesignated	200,000
4000 E Quincy Avenue				
Englewood, CO 80113				
Colorado Uplift	N/A	Public	Undesignated	5,000
PO Box 46018				
Denver, CO 80201				
M A D D	N/A	Public	Undesignated	5,000
2275 E Arapahoe Rd , #218				
Littleton, CO 80122				
Rocky Mountain Adventist Healthcare	N/A	Public	Undesignated	100,000
7995 E Prentice Ave, Suite 204				
Greenwood Village, CO 80111				
Rocky Mountain PBS	N/A	Public	Undesignated	5,000
1089 Bannock Street				
Denver, CO 80204				
University of Nebraska Foundation	N/A	Public	Undesignated	100,000
1010 Lincoln Mall, Suite 300				
Lincoln, NE 68508-2886				
TOTAL GRANTS & CONTRIBUTIONS PAID				$ 590,000