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

2009

Department of the Treasury
Internal Revenue Service

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

For calendar year 2009, or tax year beginning **2009**, and ending

G Check all that apply: Initial return Initial Return of a former public charity Final return
 Amended return Address change Name change

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

HANSON FAMILY FOUNDATION
PO BOX 9295
AVON, CO 81620-9203

A Employer identification number
25-6912093

B Telephone number (see the instructions)
(970) 748-8639

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, column (c), line 16) **\$ 3,393,368.** **J** Accounting method: Cash Accrual
 Other (specify) _____

(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see the instructions).)		(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 (att sch).				
	2 Ck ► <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	12,511.	12,511.	12,511.	
	4 Dividends and interest from securities.	53,340.	53,340.	53,340.	
	5a Gross rents.				
	b Net rental income or (loss).				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a.	6,850.			
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
ADMINISTRATIVE EXPENSES	b Less: Cost of goods sold				
	c Gross profit/(loss) (att sch)				
	11 Other income (attach schedule)				
	See Statement 1	-6,850.	-8.		
	12 Total. Add lines 1 through 11	59,001.	65,843.	65,851.	
	13 Compensation of officers, directors, trustees, etc.	0.			
	14 Other employee salaries and wages.				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St. 2	8,275.			8,275.
	c Other prof fees (attach sch)				
	17 Interest				
OPERATING AND EXPENSES	18 Taxes (attach schedule)(see instr) See Stm. 3	658.			
	19 Depreciation (attach sch) and depletion				
	20 Occupancy.				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	See Statement 4	80.			80.
	24 Total operating and administrative expenses. Add lines 13 through 23.	9,013.			8,355.
	25 Contributions, gifts, grants paid Part XV.	171,500.			171,500.
	26 Total expenses and disbursements. Add lines 24 and 25.	180,513.	0.	0.	179,855.
	27 Subtract line 26 from line 12: a Excess of revenue over expenses and disbursements	-121,512.			
	b Net investment income (if negative, enter -0-)		65,843.		
	c Adjusted net income (if negative, enter -0-)			65,851.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)	Beginning of year	End of year
			(a) Book Value	(b) Book Value
ASSETS	1	Cash – non-interest-bearing..		
	2	Savings and temporary cash investments..	1,305,986.	351,187.
	3	Accounts receivable .. ►		
		Less: allowance for doubtful accounts ►		
	4	Pledges receivable.. ►		
		Less: allowance for doubtful accounts ►		
	5	Grants receivable ..		
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see the instructions)		
	7	Other notes and loans receivable (attach sch) ►		
		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 (attach schedule)		
	b	Investments – corporate stock (attach schedule) <u>Statement 5</u>	2,204,196.	2,912,382.
	c	Investments – corporate bonds (attach schedule) <u>Statement 6</u>	139,660.	226,630.
	11	Investments – land, buildings, and equipment: basis .. ►		
	Less: accumulated depreciation (attach schedule) .. ►			
12	Investments – mortgage loans..			
13	Investments – other (attach schedule) <u>Statement 7</u>		46,634.	
14	Land, buildings, and equipment: basis .. ►			
	Less: accumulated depreciation (attach schedule) .. ►			
15	Other assets (describe ► <u>See Statement 8</u>)	15,233.	1,342.	
16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item I) ..	3,665,075.	3,538,175.	
LIABILITIES	17	Accounts payable and accrued expenses..		
	18	Grants payable ..		
	19	Deferred revenue ..		
	20	Loans from officers, directors, trustees, & other disqualified persons..		
	21	Mortgages and other notes payable (attach schedule) ..		
	22	Other liabilities (describe. ► ..)		
	23	Total liabilities (add lines 17 through 22) ..	0.	0.
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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 ► <input checked="" type="checkbox"/> and complete lines 27 through 31.		
	27	Capital stock, trust principal, or current funds..	3,665,075.	3,538,175.
	28	Paid-in or capital surplus, or land, building, and equipment fund		
	29	Retained earnings, accumulated income, endowment, or other funds..		
30	Total net assets or fund balances (see the instructions) ..	3,665,075.	3,538,175.	
31	Total liabilities and net assets/fund balances (see the instructions) ..	3,665,075.	3,538,175.	

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	3,665,075.
2	Enter amount from Part I, line 27a ..	2	-121,512.
3	Other increases not included in line 2 (itemize) .. ►	3	
4	Add lines 1, 2, and 3 ..	4	3,543,563.
5	Decreases not included in line 2 (itemize) .. ► <u>See Statement 9</u>	5	5,388.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30 ..	6	3,538,175.

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 shares MLC Company)			(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a 300 Shs RIO TINTO PLC SPNSRD ADR			P	7/17/09	7/17/09
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 6,850.		6,850.	0.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))		
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any			
a			0.		
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	0.	
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) (see the instructions). If (loss), enter -0- in Part I, line 8			3	0.	

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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2008	130,359.	3,401,303.	0.038326
2007	20,000.	3,438,124.	0.005817
2006			
2005			
2004			

2 Total of line 1, column (d)	2	0.044143
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	0.022072
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	2,793,884.
5 Multiply line 4 by line 3	5	61,667.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	658.
7 Add lines 5 and 6	7	62,325.
8 Enter qualifying distributions from Part XII, line 4.	8	179,855.

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 the instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter 'N/A' on line 1.	1	658.
Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		
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 2b	2	0.
c All other domestic foundations enter 2% of line 2b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3	658.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
3 Add lines 1 and 2	5	658.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6 Credits/Payments:		
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	2,000.
b Exempt foreign organizations – tax withheld at source...	6b	0.
c Tax paid with application for extension of time to file (Form 8868)	6c	0.
d Backup withholding erroneously withheld	6d	0.
7 Total credits and payments. Add lines 6a through 6d	7	2,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached.	8	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,342.
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ► 1,342. Refunded ► 11		0.

Part VII-A Statements Regarding Activities

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

	Yes	No
1a	X	

b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the 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.

1c	X
----	---

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

1d	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.

1e	X
----	---

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

2	X
---	---

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

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

3	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

4a	X
----	---

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

4b	X
----	---

b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?

5	X
---	---

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

If 'Yes,' attach the statement required by General Instruction T

6	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?

7	X
---	---

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

8a	X
----	---

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

See Statement 10....

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 2009 or the taxable year beginning in 2009 (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
----	---

Part VII-A Statements Regarding Activities Continued

11		X
12		X
13	X	
Website address	► N/A	
14	Telephone no. ► (858) 487-8518	
Located at ► PO BOX 9295 AVON CO	ZIP + 4 ► 81620-9203	
15	N/A	► <input type="checkbox"/>
	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 type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" 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 the instructions)?		
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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 2009?		
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .		
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 the instructions.)		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__ .		
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 2009 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 2009.)		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?		

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Form 990-PF (2009)

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?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?

If 'Yes' to 6b, file Form 8870.

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

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

5b N/A

6b X

7b N/A

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

(a) Name and address	(b) Title and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
John Nils Hanson PO BOX 9295 AVON, CO 81620-9203	Trustee 0	0.	0.	0.
Stephanie M. Hanson PO BOX 9295 AVON, CO 81620-9203	Trustee 0	0.	0.	0.
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

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

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
None	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

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

0

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

3 Five highest-paid independent contractors for professional services – (see instructions). 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 See Statement 11	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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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Form 990-PF (2009)

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

b Average of monthly cash balances

c Fair market value of all other assets (see instructions)

d Total (add lines 1a, b, and c)

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

3 Subtract line 2 from line 1d

4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3
(for greater amount, see instructions)

5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4

6 Minimum investment return. Enter 5% of line 5

1a	2,836,430.
1b	
1c	
1d	2,836,430.
2	0.
3	2,836,430.
4	42,546.
5	2,793,884.
6	139,694.

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	139,694.
2a Tax on investment income for 2009 from Part VI, line 5.	2a	658.
b Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	658.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	139,036.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	139,036.
6 Deduction from distributable amount (see instructions)	6	
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	139,036.

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

b Program-related investments – total from Part IX-B

2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes

3 Amounts set aside for specific charitable projects that satisfy the:

a Suitability test (prior IRS approval required)

b Cash distribution test (attach the required schedule)

4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4

5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)

6 Adjusted qualifying distributions. Subtract line 5 from line 4

1a	179,855.
1b	
2	
3a	
3b	
4	179,855.
5	658.
6	179,197.

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 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				139,036.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			0.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2009:				
a From 2004				
b From 2005				
c From 2006				
d From 2007	4,184.			
e From 2008				
f Total of lines 3a through e	4,184.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 179,855.			0.	
a Applied to 2008, but not more than line 2a				
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 2009 distributable amount				139,036.
e Remaining amount distributed out of corpus	40,819.			0.
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)		0.		
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	45,003.			
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 2008. Subtract line 4a from line 2a. Taxable amount – see instructions			0.	
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	45,003.			
10 Analysis of line 9:				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007	4,184.			
d Excess from 2008				
e Excess from 2009	40,819.			

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Form 990-PF (2009)

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 2009, enter the date of the ruling				►		
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	4942(j)(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(j)(3)(B)(II)						
(3)	Largest amount of support from an exempt organization						
(4)	Gross investment income						

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

See Statement 12

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:

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

c Any submission deadlines.

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

Part XVI **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)				
<i>a Paid during the year</i>				
See Statement 13				
Total			► 3a	171,500.
<i>b Approved for future payment</i>				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (see the instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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			14	12,511.	
4 Dividends and interest from securities			14	53,340.	
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue:					
a <u>Energy Transfer Equity LP</u>	211110	-2,961.			
b <u>Enterprise GP Holdings LP</u>	211110	-3,698.			
c <u>Plains All Amer PipeLn LP</u>	211110	-191.			
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		-6,850.		65,851.	
13 Total. Add line 12, columns (b), (d), and (e)					13 59,001.

(See worksheet in the instructions for line 13 to verify calculations.)

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

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

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
(2) Other assets . . .

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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		

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.


Signature of officer or trustee

5/12/10

► TRUSTEE
✓ Title

Paid Preparer's Use Only	Preparer's signature	<i>Craig A. Boros</i> CRAIG A. BOROS	Date	5/12/10	Check if self-employed	<input type="checkbox"/>	Preparer's Identifying number (See Signature in the instrs)
	Firm's name (or yours if self-employed), address, and ZIP code	BOROS & FARRINGTON, CPAs, APC 11770 BERNARDO PLAZA COURT, SUITE 210 SAN DIEGO, CA 92128-2424	EIN	N/A	Phone no.	(858) 487-8518	

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Form 990-PF (2009)

Statement 1
Form 990-PF, Part I, Line 11
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Energy Transfer Equity LP	\$ -2,961.	\$ 26.	
Enterprise GP Holdings LP	\$ -3,698.	\$ -34.	
Plains All Amer Pipein LP	\$ -191.		
Total	\$ -6,850.	\$ -8.	\$ 0.

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Professional Fees	\$ 8,275.			\$ 8,275.
Total	\$ 8,275.	\$ 0.	\$ 0.	\$ 8,275.

Statement 3
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax Based on Investment Income	\$ 658.			
Total	\$ 658.	\$ 0.	\$ 0.	\$ 0.

Statement 4
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Fees	\$ 80.			\$ 80.
Total	\$ 80.	\$ 0.	\$ 0.	\$ 80.

Statement 5
Form 990-PF, Part II, Line 10b
Investments - Corporate Stocks

<u>Corporate Stocks</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
30,000 shs Joy Global Inc	Cost	\$ 1,925,850.	\$ 1,547,100.
1000 Shs Altria Group Inc	Cost	19,595.	19,630.
1000 Shs Altria Group Inc	Cost	15,645.	19,630.
1000 Shs Ameren Corp	Cost	33,680.	27,950.
1000 Shs AT&T Inc	Cost	29,999.	28,030.
1000 Shs Bristol-Myers Squibb Co	Cost	21,359.	25,250.
1000 Shs Centurytel Inc	Cost	27,806.	36,210.
1000 Shs Emerson Elec Co	Cost	35,475.	42,600.
1000 Shs Kimco Realty Corp MD Com REIT	Cost	22,429.	13,530.
1000 Shs Pfizer Inc Del	Cost	18,531.	18,190.
1000 Shs Verizon Communicatns Com	Cost	33,009.	33,130.
1000 Shs Weingarten Rlty Invs SBI REIT	Cost	20,818.	19,790.
1000 Shs AT&T Inc	Cost	24,856.	28,030.
1000 Shs BHP Billiton Ltd	Cost	53,823.	76,580.
1000 Shs Bristol-Myers Squibb Co	Cost	18,221.	25,250.
1000 Shs Centerpoint Energy Inc	Cost	12,496.	14,510.
1000 Shs CPFL Energia S A Adr	Cost	56,745.	61,780.
1000 Shs Chubb Corp	Cost	40,228.	49,180.
1000 Shs Chubb Corp	Cost	37,394.	49,180.
1000 Shs Dryships Inc	Cost	9,662.	5,820.
2500 Shs Dryships Inc	Cost	10,335.	14,550.
1000 Shs Du Pont E I De Nemours	Cost	32,504.	33,670.
1000 Shs Emerson Elec Co	Cost	30,299.	42,600.
1000 Shs Freeprt-McMran CPR & GLD	Cost	46,297.	80,290.
1000 Shs Kimco Realty Corp MD Com REIT	Cost	9,722.	13,530.
1000 Shs Paychex Inc	Cost	28,901.	30,640.
1000 Shs Philip Morris Intl Inc	Cost	50,218.	48,190.
1000 Shs Pfizer Inc Del	Cost	15,195.	18,190.
300 Shs Rio Tinto Plc Spnsrd Adr	Cost	39,858.	64,617.
1000 Shs Verizon Communicatns Com	Cost	27,786.	33,130.
1100 Plains All Amern Pipl Lp	Cost	51,336.	58,135.
250 Shs Enterprise GP Hldgs LP UT Ltd	Cost	7,460.	9,742.
1400 Shs Enterprise GP Hldgs LP UT Ltd	Cost	41,766.	54,558.
100 Shs Enterprise GP Hldgs LP UT Ltd	Cost	2,984.	3,897.
1750 Shs Energy Transfer Equity L	Cost	49,938.	53,515.
1000 Shs Weingarten Rlty Invs SBI REIT	Cost	10,162.	19,790.
Total		<u>\$ 2,912,382.</u>	<u>\$ 2,720,414.</u>

Statement 6
Form 990-PF, Part II, Line 10c
Investments - Corporate Bonds

<u>Corporate Bonds</u>	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
50000 Goldman Sachs Group 5.7% 09 01 12	Cost	\$ 46,260.	\$ 53,783.
50000 Merrill Lynch 6.05% 08 15 12	Cost	47,456.	53,562.
50000 Verizon Global 4.375% 06 01 13	Cost	45,944.	52,466.
100000 Shs Joy Global Inc	Cost	86,970.	101,174.
Total		<u>\$ 226,630.</u>	<u>\$ 260,985.</u>

HANSON FAMILY FOUNDATION

25-6912093

Statement 7
Form 990-PF, Part II, Line 13
Investments - Other

	<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
<u>Other Publicly Traded Securities</u>			
500 Shs Oil SVC HLDRS DEP RCPT	Cost	\$ 46,634.	\$ 59,440.
		<u>Total</u> \$ 46,634.	<u>Total</u> \$ 59,440.

Statement 8
Form 990-PF, Part II, Line 15
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Excise Tax Refund	\$ 1,342.	\$ 1,342.
	<u>Total</u> \$ 1,342.	<u>Total</u> \$ 1,342.

Statement 9
Form 990-PF, Part III, Line 5
Other Decreases

FMV Securities (net).....	\$ 5,388.
	<u>Total</u> \$ 5,388.

Statement 10
Form 990-PF, Part VII-A, Line 8b
Copies of Form 990-PF to State Officials

Not required to register with the Colorado Attorney General unless the Foundation solicits contributions from ten (10) or more individuals. No solicitations occurred.

Statement 11
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
<p>The Trustees shall use their best efforts to utilize the trust funds to promote traditional and conservative values in supporting music, the arts, education, public policy research and development that specifically qualifies as a charitable purpose, community development, and health related services.</p>	

HANSON FAMILY FOUNDATION

25-6912093

Statement 12
Form 990-PF, Part XV, Line 1a
Foundation Managers - 2% or More Contributors

John Nils Hanson
 Stephanie M. Hanson

Statement 13
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
The Leadership Institute 1101 North Highland Street Arlington, VA 22201	None	501C3	Promote leadership through education.	\$ 35,000.
The Heritage Foundation 214 Massachusetts Avenue, NE Washington, DC, 20002	None	501C3	Promote research and leadership through education.	51,500.
Media Research Center 325 S. Patrick St. Alexandria, VA 22314	None	501C3	Promote research and leadership through education.	20,000.
Freedom Alliance 22570 Markey Ct. Ste. 240 Dulles, VA 20166	None	501C3	Support of injured troops.	5,000.
Coalition to Salute America's Heroes 2 Church St. Ste. 101 Ossining, NY 10562	None	501C3	Aid to severely wounded troops and families.	10,000.
Hillsdale College 33 East College Street Hillsdale, MI 49242	None	501C3	Promote research and leadership through education.	5,000.
San Diego Armed Services YMCA 3293 Santo Road San Diego, CA 92124	None	501C3	Support of active military families.	10,000.
The Claremont Institute 937 West Foothill Blvd, Ste E Claremont, CA 91711	None	501C3	Promote research and leadership through education.	5,000.
St Vincent De Paul Village 3350 E Street San Diego, CA 92101	None	501C3	Support for needy families.	10,000.

HANSON FAMILY FOUNDATION

25-6912093

Statement 13 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found- ation Status	Purpose of Grant	Amount
Americans for Prosperity Foundation 1726 M St NW, 10th Floor Washington DC, 20036	None	501C3	Promote leadership through education.	\$ 5,000.
National Center for Public Policy Resear 501 Capital Court, N. E., Suite 200 Washington, DC 20002	None	501C3	Support public policy research	5,000.
Navy Seal Warrior Fund P. O. Box 111 Essex, CT 06426	None	501C3	Support of active military families.	5,000.
Committee for a Constructive Tomorrow 1875 Eye St NW Washington DC, 20006	None	501C3	Expose students to accurate environmental science.	5,000.
Total				<u>\$ 171,500.</u>

2009

Federal Supporting Detail

Page 1

HANSON FAMILY FOUNDATION

25-6912093

Other Income Producing Activities

Interest on savings & cash investments

Merrill Lynch (Form 1099)	\$ 14,536.
M Less: Accrued Interest Paid	-2,083.
Department of the Treasury (IRS)	58.
Total	\$ 12,511.

Other Income Producing Activities

Dividends/interest from securities.

Merrill Lynch Ordinary Dividends	\$ 52,062.
Merrilly Lynch Ordinary Dividends (Oil SVC)	461.
Merrill Lynch Cap Gain Distributions	817.
Total	\$ 53,340.