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

OMB No 1545-0052

2009

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

, 20

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeUse the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

THE MICHAEL P. DOWLING FOUNDATION

A Employer identification number

84-1366597

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

Room/suite

671 S. DOWNING STREET

B Telephone number (see page 10 of the instructions)

(303) 722-3456

City or town, state, and ZIP code

DENVER, CO 80209-4433

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

J Accounting method ☒ Cash ☐ Accrual

of year (from Part II, col (c), line

☐ Other (specify) _____

16) ▶ \$ 1,769,736.

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

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

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

Revenue

Operating and Administrative Expenses

1	Contributions, gifts, grants, etc., received (attach schedule)	5,770.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	64,860.	64,860.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-46,851.			
b	Gross sales price for all assets on line 6a	172,539.			
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				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	23,779.	64,860.		
13	Compensation of officers, directors, trustees, etc.	45,000.	2,250.		42,750.
14	Other employee salaries and wages				
15	Pension plans, employee benefits	44,785.	2,239.		42,546.
16a	Legal fees (attach schedule) ATCH 1	259.	0.	0.	259.
b	Accounting fees (attach schedule) ATCH 2	1,450.	225.	0.	1,225.
c	Other professional fees (attach schedule)				
17	Interest	4,111.	4,111.		
18	Taxes (attach schedule) (see page 14 of the instructions) *	4,134.	1,148.		2,986.
19	Depreciation (attach schedule) and depletion				
20	Occupancy	5,770.			5,770.
21	Travel, conferences, and meetings	287.			287.
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 4	1,906.	620.		1,286.
24	Total operating and administrative expenses. Add lines 13 through 23	107,702.	10,593.	0.	97,109.
25	Contributions, gifts, grants paid	128,016.			128,016.
26	Total expenses and disbursements. Add lines 24 and 25	235,718.	10,593.	0.	225,125.
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	-211,939.			
b	Net investment income (if negative, enter -0-)		54,267.		
c	Adjusted net income (if negative, enter -0-)			-0-	

16 Gile

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	0.	0.	0.
	3 Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ *		* 100,000.	ATCH 5
	Less allowance for doubtful accounts ▶	100,000.	100,000.	100,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) ATCH 6	1,550,852.	1,330,142.	1,669,736.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule)			
14 Land, buildings, and equipment basis Less accumulated depreciation ▶ (attach schedule)				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	1,650,852.	1,430,142.	1,769,736.	
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 (attach schedule)			
	22 Other liabilities (describe ▶ ATCH 7)	62,873.	54,102.	
23 Total liabilities (add lines 17 through 22)	62,873.	54,102.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	1,587,979.	1,376,040.	
30 Total net assets or fund balances (see page 17 of the instructions)	1,587,979.	1,376,040.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,650,852.	1,430,142.		

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	1,587,979.
2 Enter amount from Part I, line 27a	2	-211,939.
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	1,376,040.
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,376,040.

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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 PART IV SCHEDULE					
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					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(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			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	-46,851.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
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 pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8.			3		

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
 If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2008	247,604.	2,136,859.	0.115873
2007	563,894.	2,659,701.	0.212014
2006	132,741.	2,659,598.	0.049910
2005	139,521.	2,400,289.	0.058127
2004	83,341.	2,196,388.	0.037945
2 Total of line 1, column (d)			2 0.473869
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 0.094774
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,593,600.
5 Multiply line 4 by line 3			5 151,032.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 543.
7 Add lines 5 and 6			7 151,575.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18.			8 225,125.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see page 18 of the 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 or determination 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	543.
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	
3 Add lines 1 and 2		3	543.
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	543.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	1,722.	
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		
7 Total credits and payments. Add lines 6a through 6d	7	1,722.	
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	1,179.	
11 Enter the amount of line 10 to be Credited to 2010 estimated tax <input checked="" type="checkbox"/> 1,179. Refunded <input type="checkbox"/>	11		

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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		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?		X
d 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?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	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 page 19 of the 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 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? 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

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 page 20 of the 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 <input type="checkbox"/> NONE				
14	The books are in care of <input type="checkbox"/> MICHAEL P. DOWLING Telephone no. <input type="checkbox"/> 303-722-3456			
Located at <input type="checkbox"/> 671 S. DOWNING ST., DENVER, CO ZIP + 4 <input type="checkbox"/> 80209-4433				
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		

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 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009?	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 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 <input type="checkbox"/>		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions.)	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. <input type="checkbox"/>		
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)	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 2009?	4b	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)? (see page 22 of the instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
- b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐
- c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).
- 6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
- b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No
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? ☐ Yes ☒ No

5b

6b

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 (see page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 8		45,000.	44,785.	0.

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

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

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

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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 (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services NONE

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 ATTACHMENT 9	
	84,250.
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,617,868.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0.
d	Total (add lines 1a, b, and c)	1d	1,617,868.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	1,617,868.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see page 25 of the instructions)	4	24,268.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,593,600.
6	Minimum investment return. Enter 5% of line 5	6	79,680.

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

1	Minimum investment return from Part X, line 6	1	79,680.
2a	Tax on investment income for 2009 from Part VI, line 5	2a	543.
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	543.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	79,137.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	79,137.
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	79,137.

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	225,125.
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	0.
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0.
b	Cash distribution test (attach the required schedule)	3b	0.
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	225,125.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	543.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	224,582.

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

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

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				79,137.
2 Undistributed income, if any, as of the end of 2009				
a Enter amount for 2008 only				
b Total for prior years 20 07, 20 06, 20 05				
3 Excess distributions carryover, if any, to 2009:				
a From 2004				0.
b From 2005				21,348.
c From 2006				2,239.
d From 2007				436,425.
e From 2008				142,963.
f Total of lines 3a through e	602,975.			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ 225,125.				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)				
d Applied to 2009 distributable amount				79,137.
e Remaining amount distributed out of corpus	145,988.			
5 Excess distributions carryover applied to 2009 . (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	748,963.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions				
e Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010.				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	0.			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	748,963.			
10 Analysis of line 9:				
a Excess from 2005				21,348.
b Excess from 2006				2,239.
c Excess from 2007				436,425.
d Excess from 2008				142,963.
e Excess from 2009				145,988.

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) NOT APPLICABLE

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

4942(j)(3) or 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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 page 28 of 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).)

MICHAEL P. DOWLING, 671 S. DOWNING ST, DENVER, CO 80209-4433

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 page 28 of the 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 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 ATTACHMENT 10				128,016.
Total.			3a	128,016.
b Approved for future payment				
Total.			3b	

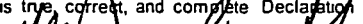

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | 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. | | |

[illegible]

- 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

[illegible]

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		11/12/10 Date	PRESIDENT Title
Paid Preparer's Use Only	Preparer's signature 	Date 11-10-10	Check if self-employed <input checked="" type="checkbox"/> Preparer's identifying number (See Signature on page 30 of the instructions) P00482041
	Firm's name (or yours if self-employed), address, and ZIP code MARK R. DANIELS, CPA 141 UNION BLVD., SUITE 450 LAKEWOOD, CO 80228-1838		EIN 84-1347866 Phone no 303-986-7409

Form **990-PF** (2009)

Schedule of Contributors

OMB No 1545-0047

2009

▶ Attach to Form 990, 990-EZ, or 990-PF.

Name of the organization

THE MICHAEL P. DOWLING FOUNDATION

Employer identification number

84-1366597

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization THE MICHAEL P. DOWLING FOUNDATION

Employer identification number
84-1366597**Part I** Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MICHAEL P. DOWLING 671 S. DOWNING STREET DENVER, CO 80209-4433	\$ 5,770.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

FORM 990-PF - PART IV

CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					61.	
63,343.		12755.102 VANGUARD HIGH YIELD CORP FD PROPERTY TYPE: SECURITIES 100,025.				P	01/10/1997	07/20/2009
							-36,682.	
109,135.		6880.000 VANGUARD VALUE INDEX FD PROPERTY TYPE: SECURITIES 119,365.				P	12/30/1996	07/20/2009
							-10,230.	
TOTAL GAIN (LOSS)							<u>-46,851.</u>	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL-EMPLOYMENT AGMTS	259.			259.
TOTALS	<u>259.</u>	<u>0.</u>	<u>0.</u>	<u>259.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
TAX RETURN PREPARATION FEES	1,450.	225.		1,225.
TOTALS	<u>1,450.</u>	<u>225.</u>	<u>0.</u>	<u>1,225.</u>

ATTACHMENT 3

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	3,143.	157.	2,986.
FOREIGN INCOME TAXES	991.	991.	
TOTALS	<u>4,134.</u>	<u>1,148.</u>	<u>2,986.</u>

ATTACHMENT 4

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
ADMINISTRATIVE SERVICES	976.	98.	878.
TRUSTEE FEES	500.	500.	
PAYROLL SERVICE	430.	22.	408.
TOTALS	1,906.	620.	1,286.

ATTACHMENT 5FORM 990PF, PART II - OTHER NOTES AND LOANS RECEIVABLE

BORROWER: COLORADO CONSERVATION TRUST (CCT)
ORIGINAL AMOUNT: 100,000.
INTEREST RATE: 1.000000
DATE OF NOTE: 03/01/2007
MATURITY DATE: 03/01/2012
REPAYMENT TERMS: ANNUAL INTEREST PAYMENTS; BALLOON PYMT AT MATURITY
SECURITY PROVIDED: NONE
PURPOSE OF LOAN: TO FUND CCT'S REVOLVING LOAN FUND FOR NON-PROFITS
DESCRIPTION AND FMV \$100,000 CASH
OF CONSIDERATION: 100,000.

BEGINNING BALANCE DUE 100,000.

ENDING BALANCE DUE 100,000.

ENDING FAIR MARKET VALUE 100,000.

TOTAL BEGINNING OTHER NOTES AND LOANS RECEIVABLE 100,000.

TOTAL ENDING BOOK - OTHER NOTES AND LOANS RECEIVABLE 100,000.

TOTAL ENDING FMV - OTHER NOTES AND LOANS RECEIVABLE 100,000.

FORM 990PF, PART II - CORPORATE STOCKATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
COHEN & STEERS REALTY SHARES	110,367.	120,873.
T ROWE PRICE INTL STOCK FD	84,821.	78,797.
VANGUARD HIGH-YIELD CORP FD	100,025.	69,770.
VANGUARD TOTAL BD MKT INDEX FD	200,050.	212,308.
VANGUARD ENERGY FD	85,050.	219,343.
VANGUARD EXTENDED MKT INDEX FD	137,821.	133,763.
VANGUARD INTL GROWTH FD	90,154.	93,496.
VANGUARD SMALL CAP INDEX FD	121,804.	134,421.
VANGUARD TTL STK MKT INDEX FD	400,050.	606,965.
VANGUARD VALUE INDEX FD	0.	0.
TOTALS	<u>1,330,142.</u>	<u>1,669,736.</u>

FORM 990PF, PART II - OTHER LIABILITIES

ATTACHMENT 7

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
MARGIN LOAN	54,102.
TOTALS	<u>54,102.</u>

THE MICHAEL P. DOWLING FOUNDATION

84-1366597

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 8

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
MICHAEL P. DOWLING 671 S. DOWNING STREET DENVER, CO 80209-4433	PRESIDENT 20.00	45,000.	44,785.	0.
KATHLEEN J. SINGH 3769 KOSTEN PLACE SARASOTA, FL 34240	DIRECTOR 1.00	0.	0.	0.
THOMAS E. DOWLING, JR. 2 BRAYBOURNE DRIVE NORWALK, CT 06855	DIRECTOR 1.00	0.	0.	0.
GRAND TOTALS		<u>45,000.</u>	<u>44,785.</u>	<u>0.</u>

FORM 990-PF, PART IX-A

DIRECT CHARITABLE ACTIVITIES

THE FOUNDATION PRESIDENT, MICHAEL DOWLING, SERVES AS THE CHAIRMAN EMERITUS AND TRUSTEE OF THE BOARD OF DIRECTORS FOR THE COLORADO CONSERVATION TRUST, A NON-PROFIT LAND CONSERVATION ORGANIZATION. THE WORK PERFORMED IN THIS CAPACITY INCLUDED:

1. PREPARATION FOR AND ATTENDANCE AT QUARTERLY BOARD MEETINGS.
2. PREPARATION FOR AND ATTENDANCE AT BOARD COMMITTEE MEETINGS.
3. CHAIRMANSHIP OF THE BOARD'S DEVELOPMENT COMMITTEE.
4. REPRESENTATION OF THE ORGANIZATION AT VARIOUS STATE AND NATIONAL LAND CONSERVATION MEETINGS AND CONFERENCES.
5. CONSULTATIONS WITH ORGANIZATION'S EXECUTIVE DIRECTOR AND BOARD MEMBERS REGARDING ORGANIZATIONAL MATTERS.
6. EXTENSIVE CORRESPONDENCE WITH DIRECTORS, TRUSTEES, SUPPORTERS AND POTENTIAL SUPPORTERS OF THE ORGANIZATION.
7. CHAIRMANSHIP OF THE ANNUAL CCT FUNDRAISER DINNER AND EVENING. THIS INVOLVED EXTENSIVE PLANNING, FUNDRAISING, SOLICITATION OF SPONSORSHIPS AND PARTICIPATION IN THE EVENT PROGRAM.

MICHAEL DOWLING ALSO SERVES ON THE BOARD OF TRUSTEES OF THE COLORADO SYMPHONY ORCHESTRA AND AS A MEMBER OF THE BOARD'S EXECUTIVE COMMITTEE, SYMPHONY HALL PROJECT COMMITTEE AND CONTRACT NEGOTIATING COMMITTEE. THE WORK PERFORMED IN THIS CAPACITY INCLUDED PREPARATION FOR AND PARTICIPATION IN NUMEROUS MEETINGS OF THE FULL BOARD AND THE EXECUTIVE, SYMPHONY HALL PROJECT AND CONTRACT NEGOTIATING COMMITTEES.

EXPENSES INCURRED INCLUDE AN ALLOCABLE PORTION OF PRESIDENT'S EMPLOYEE BENEFITS, AN ALLOCABLE PORTION OF ADMINISTRATIVE TIME AND MINOR REIMBURSED EXPENSES FOR TRAVEL, MEALS AND PARKING.

FORM 990-PF, PART XV, 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient	If Recipient is an Individual	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
American Farmland Trust P. O. Box 96982 Washington, DC 20079	N/A	Public	Natural Resource Conservation	\$ 100.00
American Foundation for Suicide Prevention 120 Wall Street, 22nd Floor New York, NY 10005	N/A	Public	Suicide Prevention	\$ 100.00
American Lung Association P.O. Box 7004 Albert Lea, MN 56007-8004	N/A	Public	Medical Research	\$ 50.00
American Rivers 1101 14th Street, N.W., Suite 1400 Washington, D.C. 20005-5637	N/A	Public	Natural Resource Conservation	\$ 100.00
Amnesty International 5 Penn Plaza New York, NY 10001	N/A	Public	Human Rights Protection	\$ 1,000.00
Aspen Center for Environmental Studies 100 Puppy Smith Street Aspen, CO 81611-1451	N/A	Public	Natural Resource Conservation	\$ 100.00
Colorado Association of Funders 600 S. Cherry Street, Ste 1200 Denver, CO 80246	N/A	Public	Foundation Support	\$ 400.00
Colorado Cattlemens Agricultural Land Trust 8833 Ralston Rd Arvada, CO 80002	N/A	Public	Natural Resource Conservation	\$ 1,350.00
Colorado Coalition of Land Trusts 1410 Grant Street, Suite C209 Denver, CO 80203	N/A	Public	Natural Resource Conservation	\$ 1,100.00
Colorado Conservation Trust 2334 Broadway, Suite A Boulder, CO 80304	N/A	Public	Natural Resource Conservation	\$ 39,520.00
Colorado Conservation Voters Education Fund 1536 Wynkoop Street, Ste 4C Denver, CO 80202	N/A	Public	Natural Resource Education	\$ 150.00
Colorado Environmental Coalition 1536 Wynkoop Street, #5C Denver, CO 80202	N/A	Public	Natural Resource Conservation	\$ 1,600.00
Colorado Historical Society 1300 Broadway Denver, CO 80203	N/A	Public	Historic Preservation	\$ 100.00
Colorado Non-Profit Association 225 E 16th Ave., Ste 1060 Denver, CO 80203	N/A	Public	Assistance to Non-Profits	\$ 150.00
Colorado Open Lands 274 Union Blvd., Suite 320 Lakewood, CO 80228	N/A	Public	Natural Resource Conservation	\$ 180.00
Colorado Public Radio 7409 South Alton Court Centennial, CO 80112	N/A	Public	Public Radio	\$ 3,496.00
Colorado Symphony Guild 5102 S. Cody Ct. Littleton, CO 80123	N/A	Public	Symphony Support	\$ 50.00

FORM 990-PF, PART XV, 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient	If Recipient is an Individual	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Colorado Symphony Orchestra 1000 14th Street, Unit 15 Denver, CO 80202	N/A	Public	Symphony Support	\$ 42,200.00
Colorado Wildlife Federation 1410 Grant Street., Suite C-313 Denver, CO 80203	N/A	Public	Natural Resource Conservation	\$ 250.00
The Conservation Fund 1942 Broadway, Suite 323 Boulder, CO 80302	N/A	Public	Natural Resource Conservation	\$ 500.00
Contemplative Outreach 3650 Yates Street Denver, CO 80212	N/A	Public	Religious/Spiritual Awareness	\$ 2,000.00
Cory Parent Teacher Assn 1550 S. Steele Street Denver, CO 80210	N/A	Public	Education	\$ 300.00
The Denver Foundation 950 South Cherry Street, Suite 200 Denver, CO 80246	N/A	Public	Social Services	\$ 250.00
Denver Museum of Nature & Science 2001 Colorado Boulevard Denver, CO 80205	N/A	Public	Science / Education	\$ 1,500.00
Ducks Unlimited One Waterfowl Way Long Grove, IL 60047	N/A	Public	Natural Resource Conservation	\$ 100.00
Elephant Energy 2028 Meade Street Denver, CO 80211	N/A	Public	To Promote Entrepreneurship and Nature Conservation in Rural Africa	\$ 100.00
Environmental Defense Fund 1875 Connecticut Ave NW, Ste 600 Washington, DC 20009	N/A	Public	Natural Resource Conservation	\$ 1,000.00
Fine Arts Foundation 6560 E. Berry Ave. Greenwood Village, CO 80111	N/A	Public	Culture / Education	\$ 370.00
Fitzie Foundation 396 Washington Street Wellesley, MA 02481	N/A	Public	Scholarship Assistance	\$ 100.00
Friends of Chamber Music P.O. Box 6089 Denver, CO 80206	N/A	Public	Culture / Education	\$ (200.00)
Island Press 1718 Connecticut Ave., N W , Suite 300 Washington, DC 20009	N/A	Public	Environmental Education	\$ 100.00
KBDI - Public TV 12 1089 Bannock Street Denver, CO 80204	N/A	Public	Public Television	\$ 100.00
Land Trust Alliance 1331 H Street NW, Suite 400 Washington, DC 20005-4734	N/A	Public	Natural Resource Conservation	\$ 5,000.00
Latin American Educational Foundation 561 Santa Fe Drive Denver, CO 80204	N/A	Public	Scholarship Assistance	\$ 100.00

FORM 990-PF, PART XV, 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient	If Recipient is an Individual	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Lustgarten Foundation for Pancreatic Cancer Research 1111 Stewart Avenue Bethpage, NY 11714	N/A	Public	Pancreatic Cancer Research	\$ 100.00
Mental Health America of Colorado 1385 S. Colorado Blvd, Ste 610 Denver, CO 80222-3324	N/A	Public	Education and Outreach to Achieve Mental Wellness	\$ 250.00
Mercy Corps. Emerging Leaders Fund 3015 SW First Ave. Portland, OR 97201	N/A	Public	Humanitarian Assistance	\$ 500.00
National Trust For Historic Preservation 1785 Massachusetts Avenue, NW Washington, DC 20036	N/A	Public	Historic Preservation	\$ 100.00
National Wildlife Federation 8925 Leesburg Pike Vienna, VA 22184-0001	N/A	Public	Natural Resource Conservation	\$ 100.00
Nature Conservancy 1881 Ninth Street, Suite 200 Boulder, CO 80302	N/A	Public	Natural Resource Conservation	\$ 1,000.00
Natural Resources Defense Council 40 W 20th Street New York, NY 10011	N/A	Public	Natural Resource Conservation	\$ 1,000.00
PMC-Jimmy Fund 77 Fourth Ave., Needham, MA 02194	N/A	Public	Medical Research	\$ 400.00
Rocky Mountain Climate Organization P.O. Box 270444 Louisville, CO 80027-5007	N/A	Public	Climate Conservation	\$ 250.00
Rocky Mountain PBS 1089 Bannock Denver, CO 80204	N/A	Public	Public Television	\$ 1,000.00
Sand County Foundation 5999 Monona Drive Monona, WI 53716	N/A	Public	To Advance the Use of Ethical and Scientifically Sound Land Management Practices	\$ 1,000.00
Scenic Hudson One Civic Center Plaza, Suite 200 Poughkeepsie, NY 12601	N/A	Public	Natural Resource Conservation	\$ 3,000.00
Trust for Public Lands 1410 Grant Street, #D-210 Denver, CO 80203	N/A	Public	Natural Resource Conservation	\$ 1,000.00
Volunteers for Outdoor Colorado 600 South Marion Parkway Denver, CO 80209	N/A	Public	Natural Resource Conservation	\$ 1,000.00
Western Resource Advocates 2260 Baseline Road, Ste 200 Boulder, CO 80302-9655	N/A	Public	Natural Resource Conservation	\$ 250.00
Yale School of Forestry & Environmental Studies/Annual Fund P.O. Box 803 New Haven, CT 06503-0803	N/A	Public	Higher Education	\$ 1,000.00

FORM 990-PF, PART XV, 3a - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

Recipient	If Recipient is an Individual	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
Yale School of Mgt Alumni Association P.O. Box 1890 New Haven, CT 06508	N/A	Public	Higher Education	\$ 250.00
Yale University/FES-SOM Scholarship P.O. Box 2038 New Haven, CT 06521-2038	N/A	Public	Higher Education/Scholarship Fund	\$ 12,500.00

TOTAL 2009 Charitable Contributions:**\$128,016.00**