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

OMB No 1545 0052

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 9/01, 2009, and ending 8/31, 2010

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.The Leighty Foundation
P.O. Box 37
Cascade, CO 80809

A Employer identification number

42-1264476

B Telephone number (see the instructions)

(719) 684-9739

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)

\$ 5,467,702.

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

(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	Ch ☒ if the foundn is not req to att Sch B				
	3	Interest on savings and temporary cash investments	40.	40.		
	4	Dividends and interest from securities	147,494.	147,494.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	-100,077.			
	b	Gross sales price for all assets on line 6a	990,968.			
	7	Capital gain net income (from Part IV, line 2)		0.		
	8	Net short-term capital gain			0.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
b	Less Cost of goods sold					
c	Gross profit/(loss) (att sch)					
11	Other income (attach schedule)					
12	Total. Add lines 1 through 11	47,457.	147,534.	0.		
ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	36,000.	1,800.		34,200.
	14	Other employee salaries and wages	16,120.			16,120.
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch) See St 1	3,550.			3,550.
	c	Other prof fees (attach sch) See St 2	25,270.	25,270.		
	17	Interest				
	18	Taxes (attach schedule)(see instr) See Stm 3	3,987.	100.		3,887.
	19	Depreciation (attach sch) and depletion	1,810.			
	20	Occupancy	6,144.	123.		6,021.
	21	Travel, conferences, and meetings	59,801.	2,990.		56,811.
	22	Printing and publications	424.			424.
	23	Other expenses (attach schedule) See Statement 4	11,351.	567.		10,784.
	24	Total operating and administrative expenses. Add lines 13 through 23	164,457.	30,850.		131,797.
25	Contributions, gifts, grants paid Part XV	304,350.			304,350.	
26	Total expenses and disbursements. Add lines 24 and 25	468,807.	30,850.	0.	436,147.	
27	Subtract line 26 from line 12:					
a	Excess of revenue over expenses and disbursements	-421,350.				
b	Net investment income (if negative, enter 0)		116,684.			
c	Adjusted net income (if negative, enter -0-)			0.		

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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		676,200.	296,233.	300,370.
	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		545.		
	10a	Investments — U.S. and state government obligations (attach schedule)		555,066.	389,174.	406,621.
	b	Investments — corporate stock (attach schedule)		3,365,088.	3,572,653.	3,721,956.
	c	Investments — corporate bonds (attach schedule)		979,444.	898,743.	988,755.
	LIABILITIES	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	140,950.			
		Less: accumulated depreciation (attach schedule) See Stmt 5	36,120.	106,640.	104,830.	50,000.
15		Other assets (describe)				
16		Total assets (to be completed by all filers — see instructions Also, see page 1, item I)		5,682,983.	5,261,633.	5,467,702.
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.		
NET ASSETS OR FUND BALANCES		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☒			
	24	Unrestricted		5,682,983.	5,261,633.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☐			
	27	Capital stock, trust principal, or current funds				
	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)		5,682,983.	5,261,633.	
	31	Total liabilities and net assets/fund balances (see the instructions)		5,682,983.	5,261,633.	

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	5,682,983.
2	Enter amount from Part I, line 27a	2	-421,350.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	5,261,633.
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	5,261,633.

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 See Statement 6				
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			(l) 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			
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	-100,077.
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	-4,374.

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	405,369.	5,303,201.	0.076439
2007	410,763.	6,827,904.	0.060159
2006	331,969.	6,904,532.	0.048080
2005	355,862.	6,455,596.	0.055125
2004	290,233.	6,154,666.	0.047157

2 Total of line 1, column (d)	2	0.286960
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	0.057392
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	5,639,339.
5 Multiply line 4 by line 3	5	323,653.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,167.
7 Add lines 5 and 6	7	324,820.
8 Enter qualifying distributions from Part XII, line 4	8	436,147.

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 ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instr.)		1	1,167.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,167.
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	1,167.
6 Credits/Payments			
a 2009 estimated tax pmts and 2008 overpayment credited to 2009	6a	2,828.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d.	7	2,828.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,661.	
11 Enter the amount of line 10 to be credited to 2010 estimated tax. 1,661. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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</i>		X
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: \$ 0. (2) On foundation managers: \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers: \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a 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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see the instructions): IA 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? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses.</i>		X

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Part VII-A Statements Regarding Activities Continued

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.leightyfoundation.org</u>	13	X	
14	The books are in care of <u>John Speas, Community Natl Bk</u> Telephone no <u>(319) 291-2000</u> Located at <u>P.O. Box 1288 Waterloo, IA</u> ZIP + 4 <u>50704</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		
		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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see the instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	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?	1 c	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? If 'Yes,' list the years <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see the instructions)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If 'Yes,' did it have excess business holdings in 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	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 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)?

5b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

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

6b X

If '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?

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
See Statement 7		36,000.	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 8	
	23,990.
2 See Statement 9	
	35,922.
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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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	5,515,337.
b Average of monthly cash balances	1b	209,880.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	5,725,217.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	5,725,217.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	85,878.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,639,339.
6 Minimum investment return. Enter 5% of line 5	6	281,967.

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	281,967.
2a Tax on investment income for 2009 from Part VI, line 5	2a	1,167.
b Income tax for 2009. (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	1,167.
3 Distributable amount before adjustments. Subtract line 2c from line 1.	3	280,800.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	280,800.
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	280,800.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1a	436,147.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	436,147.
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)	5	1,167.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	434,980.

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				280,800.
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				
e From 2008	44,635.			
f Total of lines 3a through e	44,635.			
4 Qualifying distributions for 2009 from Part XII, line 4: \$ 436,147.				
a Applied to 2008, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2009 distributable amount				280,800.
e Remaining amount distributed out of corpus	155,347.			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	199,982.			
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	199,982.			
10 Analysis of line 9				
a Excess from 2005				
b Excess from 2006				
c Excess from 2007				
d Excess from 2008	44,635.			
e Excess from 2009	155,347.			

BAA

Form 990-PF (2009)

N/A

- (4) Gross investment income**

[illegible]

Form 990-PF (2009)

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
<i>a Paid during the year</i> See attached detail			See attached detail	304,350.
Total				304,350.
<i>b Approved for future payment</i>				
Total				

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	40.	
4	Dividends and interest from securities			14	147,494.	
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			18	-100,077.	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue:					
a						
b						
c						
d						
e						
12	Subtotal. Add columns (b), (d), and (e)				47,457.	
13	Total. Add line 12, columns (b), (d), and (e)					47,457.

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

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

[illegible]

2009

Federal Statements

Page 1

Client 41955

The Leighty Foundation

42-1264476

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Tax preparation	\$ 3,550.			\$ 3,550.
Total	<u>\$ 3,550.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 3,550.</u>

Statement 2
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Consulting Fees	\$ 1,903.	\$ 1,903.		
Investment management services - CNB	8,809.	8,809.		
Investment management services - USB	14,558.	14,558.		
Total	<u>\$ 25,270.</u>	<u>\$ 25,270.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

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
Payroll taxes	\$ 3,987.	\$ 100.		\$ 3,887.
Total	<u>\$ 3,987.</u>	<u>\$ 100.</u>	<u>\$ 0.</u>	<u>\$ 3,887.</u>

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
Dues and subscriptions	\$ 5,608.	\$ 280.		\$ 5,328.
Miscellaneous expense	94.	5.		89.
Office equipment expense	621.	31.		590.
Office supplies expense	3,827.	191.		3,636.
Payroll preparation expense	605.	30.		575.
Postage expense	596.	30.		566.
Total	<u>\$ 11,351.</u>	<u>\$ 567.</u>	<u>\$ 0.</u>	<u>\$ 10,784.</u>

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The Leighty Foundation

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Statement 5
Form 990-PF, Part II, Line 14
Land, Buildings, and Equipment

Category	Basis	Accum. Deprec.	Book Value	Fair Market Value
Buildings	\$ 140,950.	\$ 36,120.	\$ 104,830.	\$ 50,000.
Total	<u>\$ 140,950.</u>	<u>\$ 36,120.</u>	<u>\$ 104,830.</u>	<u>\$ 50,000.</u>

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	55000 PV FFCB 5.3%	Purchased	5/02/2008	1/08/2010
2	25000 PV FNMA 5.0%	Purchased	3/05/2008	3/05/2010
3	25000 PV FFCB 3.7%	Purchased	6/19/2009	4/01/2010
4	600 SH BP PLC	Purchased	8/31/2002	5/18/2010
5	25000 PV FFCB 3.7%	Purchased	6/19/2009	5/26/2010
6	781.555 SH Harbor International Fund	Purchased	11/21/2007	6/23/2010
7	5398.761 SH Pimco Total Return	Purchased	Various	6/23/2010
8	1138.952 SH Ariel Appreciation Fund	Purchased	Various	6/23/2010
9	.017 SH Frontier Communications	Purchased	Various	7/09/2010
10	278.552 SH Ariel Appreciation Fund	Purchased	Various	7/28/2010
11	100000 PV FHLB 4.375%	Purchased	5/28/2008	8/09/2010
12	547.945 SH Harbor International Fund	Purchased	11/21/2007	8/09/2010
13	77000 PV Banc One Corp 10%	Purchased	3/27/2006	8/16/2010
14	.125 SH Pfizer	Purchased	12/01/2003	10/21/2009
15	725 SH Td Ameritrade	Purchased	1/16/2008	12/18/2009
16	190 SH BMC Software Inc.	Purchased	3/18/2008	1/07/2010
17	160 SH Research in Motion	Purchased	10/10/2007	1/07/2010
18	630 SH Texas Instruments	Purchased	Various	1/07/2010
19	1449.696 SH First American Mid Cap	Purchased	Various	1/19/2010
20	20 SH Apple Inc.	Purchased	4/25/2006	1/21/2010
21	150 SH St. Jude Med	Purchased	Various	1/21/2010
22	35 SH Illinois Tool Works	Purchased	6/04/2008	2/19/2010
23	200 SH Penney JC	Purchased	Various	2/19/2010
24	580 SH Schwab Charles Corp	Purchased	12/12/2008	2/19/2010
25	120 SH Schwab Charles Corp	Purchased	6/16/2009	2/19/2010
26	525 SH Costco Whsl Corp	Purchased	Various	3/04/2010
27	.803 SH Pepsico Inc.	Purchased	Various	3/04/2010
28	35 SH Apple Inc.	Purchased	4/25/2006	3/11/2010
29	175 SH Qualcomm Inc.	Purchased	4/27/2004	3/11/2010
30	250 SH ITT Corporation	Purchased	Various	3/23/2010
31	250 SH Weatherford International	Purchased	5/27/2008	4/16/2010
32	300 SH Amgen Inc.	Purchased	Various	4/19/2010
33	6307.822 SH Lauden Rosen Intl	Purchased	5/07/2007	5/07/2010
34	100000 PV US Treasury 3.875%	Purchased	6/20/2005	5/17/2010
35	.0179 SH Frontier Communications	Purchased	1/05/2010	7/13/2010
36	200 SH Coca Cola Company	Purchased	7/15/2008	7/20/2010
37	50000 PV Wal mart Stores 4.75%	Purchased	1/24/2006	8/16/2010
38	108 SH Frontier Communications	Purchased	1/05/2010	8/19/2010
39	1775 SH Office Depot Inc.	Purchased	2/19/2010	8/31/2010
40	Proceeds from Litigation - Franklin Ad.	Purchased	Various	9/09/2009
41	CIL Wyeth	Purchased	Various	10/16/2009
42	Proceeds from Litigation - Unitedhealth	Purchased	Various	12/23/2009
43	Proceeds from Litigation - Enron	Purchased	Various	1/05/2010

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The Leighty Foundation

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Statement 7
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
H.D. Leighty P.O. Box 37 Cascade, CO 80809-0037	President 8.00	\$ 0.	\$ 0.	\$ 0.
Jane Justis P.O. Box 37 Cascade, CO 80809-0037	Executive Direc 35.00	36,000.	0.	0.
Robert Justis P.O. Box 37 Cascade, CO 80809-0037	Director 3.00	0.	0.	0.
William Leighty P.O. Box 37 Cascade, CO 80809-0037	Director 30.00	0.	0.	0.
Nancy Waterman P.O. Box 37 Cascade, CO 80809-0037	Director 8.00	0.	0.	0.
Total		\$ 36,000.	\$ 0.	\$ 0.

Statement 8
Form 990-PF, Part IX-A, Line 1
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Earth Protection	\$ 23,990.

The Foundation conducts and sponsors research with a focus on renewable source energy and infrastructure. The Foundation participates in, presents at, and has papers published in the proceedings of regional, national and international energy conferences.

Statement 9
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
Promotion of Philanthropy and Volunteerism & Civic Engagement	\$ 35,922.

The Foundation employs a strategy that includes leadership and involvement in organizations at the local, regional and national levels.

Local work includes leadership of community foundations and funder

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The Leighty Foundation

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Statement 9 (continued)
Form 990-PF, Part IX-A, Line 2
Summary of Direct Charitable Activities

<u>Direct Charitable Activities</u>	<u>Expenses</u>
networks as well as consultations with individual donors and foundations.	
Regional work includes assistance with the creation and growth of Regional Associations of Grantmakers (RAG) as well as consultations with family foundations and donor funds.	
National involvement includes serving on boards, strategic planning task forces, training teams, and national conference planning and advisory committees as well as contributing to educational publications for the field. Organizations include: the Council on Foundations, Association for Small Foundations, Women's Philanthropy Institute Department of the Indiana University Center on Philanthropy, National Center for Family Philanthropy, Independent Sector, Philanthropists for Active Civil Engagement (PACE) and Grantmakers for Effective Organizations (GEO).	

Statement 10
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:	
Name:	Jane Justis
Care Of:	
Street Address:	P.O. Box 37
City, State, Zip Code:	Cascade, CO 80809
Telephone:	
Form and Content:	Applicants are to submit a one page letter to the Leighty Foundation including the following information: the mission of the applicant organization, the specific need(s) to be addressed, the intended outcome of the endeavor and the size of the grant requested.
Submission Deadlines:	None
Restrictions on Awards:	Primary areas of interest are education, earth protection, promotion of philanthropy and volunteerism. Awards are only made to IRS qualified charities.

The Leighty Foundation
Cascade, CO
Schedule supporting Form 990-PF, Part II, line 10(a)

42-1264476

<u>Asset description</u>	<u>Par Value</u>	<u>Beginning of year book value</u>	<u>End of year book value</u>	<u>End of year fair market value</u>
Federal Farm Credit Bank 6 0% due 6/21/17	30,000	31,737 52	31,515 71	32,756.25
Federal Farm Credit Bank 5 3% due 1/8/14	55,000	56,227 51	-	-
Federal Farm Credit Bank 3 7% due 4/1/16	25,000	24,567 94	-	-
Federal Farm Credit Bank 3.7% due 5/26/16	25,000	24,343 46	-	-
Federal Farm Credit Bank 5.55% due 5/2/22	50,000	-	53,476 19	56,015 63
Federal Farm Credit Bank 5 875% due 8/16/21	30,000	-	32,321.81	34,050.00
Federal Home Loan Bank 1 625% due 11/21/12	50,000	-	50,328 36	50,984 50
Federal Home Loan Bank 4.625% due 2/18/11	50,000	49,829.94	-	-
Federal Home Loan Bank 5 0% due 9/14/12	40,000	41,795 52	41,205 21	43,400 00
Federal Home Loan Bank 4 375% due 8/15/11	100,000	101,620 31	-	-
Federal National Mortgage Assn 5 0% due 3/5/18	25,000	25,000.00	-	-
Federal National Mortgage Assn 5 24% due 8/7/18	75,000	-	80,231 49	83,742.19
US Treasury NT 4 875% due 4/30/11	100,000	99,808 93	-	-
US Treasury NT 2 875% due 1/31/13	100,000	100,134 58	100,095 19	105,672 00
Totals to Form 990-PF, Part II, line 10(a)		<u>555,065.71</u>	<u>389,173 96</u>	<u>406,620 57</u>

The Leighty Foundation
Cascade, CO
Schedule supporting Form 990-PF, Part II, line 10(b)

42-1264476

<u>Asset description</u>	<u>Shares</u>	<u>Beginning of year book value</u>	<u>End of year book value</u>	<u>End of year fair market value</u>
3M Co.	375	29,993 18	29,993 18	29,456 25
Abbott Laboratories	1,000	10,433 79	10,433 79	49,340 00
Abbott Laboratories	625	33,579 92	33,579 92	30,837 50
Accenture Ltd	525	16,657 46	16,657 46	19,215 00
Ace Ltd	300	-	15,148 02	16,041 00
Aflac	500	-	24,543 96	23,625 00
Air Products & Chemicals	1,000	33,997 50	33,997 50	74,030 00
Allstate Corp	185	8,374 65	8,374 65	5,106 00
American Euro Pacific Growth Fd #16		111,906 50	-	-
American Europacific Grth F2	4,977 565	-	161,906 50	179,291 89
American Tower Corp.	200	7,953 70	7,953 70	9,372 00
Amgen Inc		17,935 51	-	-
Amgen Inc	400	23,172 50	23,172 50	20,416 00
Analog Devices Inc	515	-	15,983 80	14,358 20
Apache Corp	150	12,868 49	12,868 49	13,477 50
Apache Corp	472	12,663 09	12,663 09	42,409 20
Apple Inc	200	17,667 19	13,970 80	48,620 00
Anel Appreciation Fund	1,911 479	147,450 81	77,930 39	63,805 17
Anel Appreciation Fund	4,331 302	153,466 88	153,466 88	144,578 86
AT&T	1,000	20,594 00	20,594 00	27,030 00
AT&T	560	-	14,851 20	15,136 80
Bank of America Corp	500	20,474 62	20,474 62	6,230 00
Bank of America Corp	1,275	-	20,303 25	15,886 50
Berkshire Hathaway Inc	175	-	14,363 66	13,786 50
Best Buy Company Inc	375	12,749 52	12,749 52	11,771 25
Best Buy Company Inc	550	-	20,278 50	17,264 50
BMC Software Inc	-	6,568 29	-	-
BP PLC ADR	350	14,237 52	14,237 52	12,190 50
BP PLC ADR	-	31,594 00	-	-
Bnnker International	1,200	25,570 19	25,570 19	18,900 00
Chevron Corporation	220	-	15,028 07	16,297 60
Cisco Systems Inc	1,000	19,011 25	22,745 28	19,985 00
Cisco Systems Inc	1,540	63,255 06	63,255 06	30,776 90
Coca Cola Co	-	10,041 23	-	-
Comcast Corp New Class A	600	11,225 97	11,225 97	10,257 00
Conocophillips	250	9,531 45	9,531 45	13,107 50
Costco Wholesale Corp	-	20,115 91	-	-
Danaher Corporation	1,000	38,615 42	38,615 42	72,660 00
Disney Walt Co	905	15,144 80	30,135 14	29,448 70
Dominion Resources	600	20,175 44	20,175 44	25,638 00
Du Pont E I De Nemours & Co	400	11,087 34	11,087 34	16,308 00
Du Pont E I De Nemours & Co	500	21,508 04	21,508 04	20,385 00
Entergy Corp	300	18,492 64	18,492 64	23,652 00
Everest Real Estate Group	250	21,168 89	21,168 89	19,785 00
Exelon Corp	300	8,012 99	11,720 99	12,216 00
Exxon Mobil Corp	635	19,654 47	31,765 98	37,534 85
Exxon Mobil Corp	800	34,845 78	34,845 78	47,288 00
Fed Ex Corp	225	17,117 25	17,117 25	17,561 25
First American Core Bond Fund Y	14,700 001	164,244 55	164,244 55	168,168 01
First American Inflation Pro Sec Fd Y	7,865 047	79,350 00	79,350 00	82,425 69
First Amer Mid Cap Gwth Opp Fd CL Y	(807 612)	197,644 83	146,990 59	135,543 50
First Amer Short Term	10,000 010	-	100,000 00	100,300 10
Fiserv Inc	750	18,100 25	18,100 25	37,507 50
Freeport-McMoran Copper & Gold	175	11,846 17	11,846 17	12,598 25
Frontier Communications	168 011	-	1,579 63	1,298 73
General Electric Co	1,495	21,415 85	34,922 70	21,647 60
General Electric Co	700	23,748 69	23,748 69	10,136 00
Glaxo Smithkline Sponsored ADR	1,000	15,750 00	15,750 00	37,400 00
Goldman Sachs Group Inc	110	10,804 02	15,301 52	15,062 30
Goldman Sachs Group Inc	150	16,538 31	16,538 31	20,539 50
Harbor Bond Fund	3,855 050	-	50,000 00	50,346 95
Harbor International Fund	1,156 297	180,114 51	82,729 56	58,670 15
Hewlett Packard Co	550	14,866 50	14,866 50	21,147 50
Home Depot Inc Com	500	12,743 80	12,743 80	13,910 00
Home Depot Inc Com	800	38,169 19	38,169 19	22,256 00
Illinois Tool Wks Inc	-	1,883 99	-	-

The Leighty Foundation
Cascade, CO
Schedule supporting Form 990-PF, Part II, line 10(b)

42-1264476

<u>Asset description</u>	<u>Shares</u>	<u>Beginning of year book value</u>	<u>End of year book value</u>	<u>End of year fair market value</u>
Ingersoll Rand Plc	350	-	12,821 06	11,385 50
Intel Corp	1,200	14,456 00	22,522 92	21,198 00
Intel Corp	1,000	53,373 76	53,373 76	17,665 00
International Business Machines	200	16,965 97	16,965 97	24,626 00
Ishares D, US Real Estate	1,575	-	74,702 75	80,293 50
ITT Industres Inc	-	10,009 99	-	-
ITT Industres Inc	400	18,229 98	18,229 98	17,000 00
J P Morgan Chase & Co	650	25,808 05	28,728 05	23,634 00
J P Morgan Chase & Co	900	43,343 75	43,343 75	32,724 00
Johnson & Johnson Co	340	8,027 25	21,979 72	19,386 80
Johnson & Johnson Co	400	21,674 43	21,674 43	22,808 00
Kraft Foods Inc	550	-	15,097 50	16,450 50
Laudus Intl Mrktmasters	6,510 943	125,000 00	125,000 00	104,109 98
Laudus Rosen Intl	-	150,000 00	-	-
Legg Mason Inc	200	16,762 25	16,762 25	5,066 00
Lilly Eli & Company	800	15,580 53	15,580 53	26,872 00
Medco Health Solutions	420	20,428 09	20,428 09	18,261 60
Medtronic Inc	475	25,159 80	25,159 80	14,938 75
Microsoft Corp	700	12,921 32	20,121 30	16,425 50
Microsoft Corp	1,000	27,257 20	27,257 20	23,465 00
Neuberger Berman Genesis Instl	3,547 276	105,000 00	155,000 00	129,688 41
Nike	400	-	25,807 55	28,000 00
Nike	200	-	13,495 12	14,000 00
Oracle Corp	1,000	17,120 00	17,120 00	21,845 00
PAX World Balanced Fund	8,280 774	140,517 77	192,446 38	160,564 25
J C Penney Inc	-	9,448 88	-	-
Pepsi Bottling Group	-	10,143 81	-	-
Pepsico Inc	413	2,999 35	13,071 59	26,506 34
Pepsico Inc	1,000	9,999 18	9,999 18	64,180 00
Pfizer Inc	1,267	15,612 00	34,611 24	20,157 97
Pimco Total Return Fund	4,369 341	-	50,114 21	50,422 20
PNC Bank Corp	600	13,946 26	13,946 26	30,594 00
Proctor & Gamble Co	500	25,497 69	25,497 69	29,835 00
Qualcomm Inc	500	23,912 50	17,916 12	19,150 00
Republic Svcs Inc	357	5,788 16	5,788 16	10,506 51
Research in Motion Ltd	-	15,790 50	-	-
Schlumberger LTD	200	5,658 60	5,658 60	10,666 00
Schwab Charles Corp	-	13,131 65	-	-
St Jude Med Inc	-	6,452 77	-	-
Stanley Wks	200	10,074 98	10,074 98	10,728 00
Staples Inc	825	14,833 50	14,833 50	14,660 25
T Rowe Price Small Cap Stock	5,800 738	154,042 73	154,303 32	157,548 04
Target Corp	600	22,591 00	22,591 00	30,696 00
Target Corp	300	-	14,565 00	15,348 00
TD Ameritrade Hldg Corp	-	14,005 99	-	-
Texas Instruments Inc	-	17,140 31	-	-
United Technologies Corp	450	13,838 35	13,838 35	29,344 50
United Technologies Corp	500	22,932 20	22,932 20	32,605 00
Venzon Communications	700	25,475 89	23,896 10	20,671 00
Verizon Communications	450	-	14,101 26	13,288 50
Walgreen Co	500	14,235 00	14,235 00	13,440 00
WalMart Stores Inc	450	11,106 10	11,106 10	22,563 00
WalMart Stores Inc	750	5,307 05	5,307 05	37,605 00
Washington Real Estate Invt Tr	600	13,320 00	13,320 00	18,384 00
Weatherford Int'l Ltd	-	7,138 51	-	-
Wells Fargo & Co	500	5,910 35	12,052 86	11,775 00
Wells Fargo & Co	800	22,686 19	22,686 19	18,840 00
Western Union Company	500	9,295 11	9,295 11	7,840 00
Wyeth	-	19,003 83	-	-
Yahoo	775	-	11,927 25	10,159 48
Totals to Form 990-PF, Part II, line 10(b)		<u>3,365,088 48</u>	<u>3,572,653 72</u>	<u>3,721,955 78</u>

The Leighty Foundation
Cascade, CO
Schedule supporting Form 990-PF, Part II, line 10(c)

42-1264476

<u>Asset description</u>	<u>Par Value</u>	<u>Beginning of year book value</u>	<u>End of year book value</u>	<u>End of year fair market value</u>
Bank of New York Mellon 4.3% due 5/15/14	50,000	50,632.33	50,498.03	54,674.65
Bank One Corp 10.00% due 8/15/10	77,000	80,176.29	-	-
Bottling Group LLC 5.0% due 11/15/13	50,000	49,559.27	49,664.01	55,964.00
Caterpillar Inc 9.375% due 8/15/11	25,000	27,065.12	26,032.56	27,086.63
Cisco Systems Inc. 5.5% due 2/22/16	50,000	51,055.03	50,892.72	58,956.75
Cisco Systems Inc. 5.25% due 2/22/11	50,000	50,389.70	50,129.90	51,107.00
Danaher Corp 5.4% due 3/1/19	50,000	50,548.63	50,490.87	59,021.50
Dayton Hudson Corp 8.6% due 1/15/12	35,000	37,638.90	36,546.94	38,276.18
Estee Lauder Co. 5.55% due 5/15/17	50,000	50,851.77	50,738.83	57,050.75
General Electric 5.625% due 5/1/18	50,000	50,291.11	50,257.52	55,129.00
Goldman Sachs 5.15% due 1/15/14	50,000	49,569.19	49,667.65	53,664.50
IBM Corp 4.75% due 11/29/12	50,000	49,904.22	49,954.19	54,437.50
Medtronic 4.75% due 9/15/15	50,000	51,973.51	51,646.86	57,347.00
Merck & Co. Inc. 4.75% due 3/1/15	50,000	48,762.50	48,987.50	56,711.00
National Rural Util. Coop 5.45% due 4/10/17	50,000	51,233.16	51,071.44	57,841.00
Nike Inc. 5.15% due 10/15/15	50,000	50,377.58	50,315.93	57,815.80
Pitney Bowes Inc 4.875% due 8/15/14	50,000	49,923.78	49,939.15	53,956.50
Rockwell Collins 4.75% due 12/1/13	50,000	52,441.92	51,867.35	54,617.10
WalMart Stores Inc 4.75% due 8/15/10	50,000	49,994.91	-	-
WalMart Stores Inc 4.5% due 7/1/15	50,000	-	53,434.46	56,185.00
Wisconsin Electric Power 6.0% due 4/1/14	25,000	27,055.23	26,606.82	28,912.83
Totals to Form 990-PF, Part II, line 10(c)		<u>979,444.15</u>	<u>898,742.73</u>	<u>988,754.69</u>

Date	Type of Entity	Recipient	Amount	Area	For	Address	City	State	Zip
9/2/2009	Public Charity	Kayla Weber Believe Foundation	2,500	Health	The Miracle Party	PO Box 26652	Colorado Springs	CO	80936
9/8/2009	Public Charity	Audubon Alaska	3,000	Earth Protection	Kittitz Murrelets	441 West 5th Ave, Suite 300	Anchorage	AK	99501
9/8/2009	Public Charity	Environmental Law and Policy Center	3,000	Earth Protection	Great Plains Office Support	35 East Wacker Dr., Suite 1300	Chicago	IL	60601
9/8/2009	Public Charity	Nature Conservancy, Alaska Chapter	3,000	Earth Protection	General Support, SE Office	715 L St, Suite 100	Anchorage	AK	99501
9/8/2009	Public Charity	Plains Justice	3,000	Earth Protection	Staff Support	100 First St SW, 2nd Floor	Cedar Rapids	IA	52404
9/8/2009	Public Charity	Great Plains Institute for Sustainable Development	2,000	Earth Protection	Jobs&Energy Summit for Mid-west Gov's	2801 21st Ave South, Ste 220	Minneapolis	MN	55407
9/8/2009	Public Charity	Alaska Conservation Foundation	2,000	Earth Protection	Dick Erman Memorial Fund	441 West 5th Ave, Suite 402	Anchorage	AK	99501
9/8/2009	Public Charity	Discovery Southeast	2,000	Education	General Support	PO Box 21867	Juneau	AK	99802
9/8/2009	Public Charity	Sitka Conservation Society	1,000	Earth Protection	Ground Truthing Project	P O Box 6533	Sitka	AK	99835
9/8/2009	Public Charity	Southeast Alaska Conservation Council	2,000	Earth Protection	General Support	419 6th Street	Juneau	AK	99801
9/8/2009	Public Charity	Southeast Alaska Land Trust	1,000	Earth Protection	General Support	119 Seward St, Ste 15	Juneau	AK	99801
9/8/2009	Public Charity	Tides Center	1,000	Earth Protection	Rivers Without Borders, Taku Watershed Campaign	PO Box 29907	San Francisco	CA	94129
9/29/2009	Public Charity	Pikes Peak United Way	1,100	Pro of Philanthropy	General Support	518 N Nevada Ave	Colorado Springs	CO	80903
9/29/2009	Public Charity	Boys and Girls Club of South Coast Area	2,000	Education	Gala Fundraiser	PO Box 3042, 1304 Calle Valle	San Clemente	CA	92674
11/13/2009	Public Charity	Alaska Community Action on Toxics	2,000	Earth Protection	Envir Reprod Health Ed. Match	505 W Northern Lights Blvd #205	Anchorage	AK	99503
11/13/2009	Public Charity	Earthworks	1,000	Earth Protection	Chuitna Project	1612 K Street, NW, Ste 808	Washington	DC	20006
11/13/2009	Public Charity	Environmental Defense Fund	2,000	Earth Protection	Energy Program	257 Park Ave South	New York	NY	10010
11/13/2009	Public Charity	Juneau Watershed Partnership	2,000	Earth Protection	Staff Support (Invasive Plant work)	PO Box 20649	Juneau	AK	99802
11/13/2009	Public Charity	Land Institute, The	2,000	Earth Protection	Capital Project Greenhouse	40 West 20th St	Salina	KS	67401
11/13/2009	Public Charity	Natural Resources Defense Council	2,000	Education	Energy Program	2440 E Water Well Road	New York	NY	10011
11/13/2009	Public Charity	Coast Alaska	1,000	Education	K 3 KTOO, KRNN, KXLL, SE Alaska news	360 Egan Drive	Juneau	AK	99801
11/13/2009	Public Charity	Gastineau Channel Historical Society	1,000	Education	Last Chance Basin Mining Museum	PO Box 21264	Juneau	AK	99802
11/13/2009	Public Charity	Juneau School District	2,000	Human Community	SE Alaska High School Science Fair	10014 Crazy Horse Drive	Juneau	AK	99801
11/13/2009	Public Charity	Planned Parenthood of the Great Northwest	2,000	Peacekeeping	SE Alaska Programs	2001 East Madison St	Seattle	WA	98122
11/13/2009	Public Charity	International Physicians for the Prevention of Nuclear War	2,000	Peacekeeping	General Support	66-70 Union Square, #204	Somerville	MA	02143
11/13/2009	Public Charity	World Security Institute/Center for Defense Information	2,000	Peacekeeping	Educational Programs	1779 Massachusetts Avenue, N W	Washington	DC	20036
12/22/2009	Public Charity	The Gazette-El Pomar Foundation Empty Stocking Fund	1,000	Human Community	General support	P O Box 400	Colorado Springs	CO	80901
2/23/2010	Public Charity	Earth Island Institute	2,000	Education	Ultimate Civics	2150 Alston Way, Suite 460	Berkley	CA	94704
2/23/2010	Public Charity	University of Northern Iowa Foundation	2,000	Health	CEEE, Local Foods School Lunch Program	205 Commons	Cedar Falls	IA	50614
2/24/2010	Public Charity	National Center for Family Philanthropy	1,000	Pro of Philanthropy	Friends of the Family Program	1101 Connecticut Avenue, NW, Ste 220	Washington	DC	20036
2/24/2010	Public Charity	Youth First	1,000	Spirituality	General Operating Support	3460 Greenfield Avenue	Los Angeles	CA	90034
2/24/2010	Public Charity	Downing House	1,000	Spirituality	General Operating Support	3680 S Downing Street	Englewood	CO	80113
2/24/2010	Public Charity	Hope and Home	1,000	Spirituality	General Operating Support	4945 N 30th, Third Floor	Colorado Springs	CO	80919
3/8/2010	Public Charity	Leadership Pikes Peak	3,000	Volunteerism	Women's Community Leadership Initiative	PO Box 128	Colorado Springs	CO	80901
5/10/2010	Public Charity	Solana Beach Presbyterian Church	1,000	Spirituality	Community Health Evangelism (CHE)	120 Stevens Ave	Solana Beach	CA	92075
5/10/2010	Public Charity	National Wildlife Federation	1,000	Education	Alaska Youth for Environmental Action	750 W 2nd Ave, Suite 200	Anchorage	AK	99501
5/10/2010	Public Charity	Center for Nonprofit Excellence	2,000	Volunteerism	Volunteer Day 2010	518 N Nevada Ave	Colorado Springs	CO	80903
5/25/2010	Public Charity	AMVETS National Service Foundation	2,000	Health	National Warrior Transition Workshops	4647 Forbes Blvd	Lanham	MD	20706
5/26/2010	Public Charity	The Shjon Potein Children's Foundation	2,500	Health	General Operating Support	P O Box 6482	Rochester	MN	55903
6/7/2010	Public Charity	Association of Small Foundations	7,500	Pro of Philanthropy	National Conference, Boom Times session	1720 N St NW	Washington	DC	20036
6/8/2010	Public Charity	Bremwood Residential Services	1,000	Health	General operating support	P O Box 848	Waverly	IA	50701
6/17/2010	Public Charity	Colorado College	2,000	Education	1874 Society	14 E Cache La Poudre	Colorado Springs	CO	80903
6/17/2010	Public Charity	CanCare, Inc	1,500	Spirituality	General Operating Expenses	9575 Katy Freeway #428	Houston	TX	77024
6/17/2010	Public Charity	Rocky Mountain Women's Film Festival	1,000	Women's Interests	General operating support	421 S Tejon, Suite 333	Colorado Springs	CO	80903
6/17/2010	Public Charity	Potter's Inn	1,000	Spirituality	General operating support	4050 Lee Vance View	Colorado Springs	CO	80918
6/17/2010	Public Charity	Garrett-Evangelical Theological Seminary	1,000	Education	General operating support	2121 Shendan Road	Evanston	IL	60201
6/17/2010	Public Charity	Center for Nonprofit Excellence	750	Pro of Philanthropy	Partners in Philanthropy Awards Luncheon	518 N Nevada Ave	Colorado Springs	CO	80903
6/21/2010	Public Charity	Alaska Conservation Alliance	10,000	Earth Protection	State energy plan, AK Clean Energy Camp (2yr)	810 N St, Ste 203	Anchorage	AK	99501
6/21/2010	Public Charity	Audubon Alaska	10,000	Earth Protection	Alaska's Important Bird Area Program (2 yr)	441 West Fifth Ave, Ste 300	Anchorage	AK	99501
6/21/2010	Public Charity	Cook Inletkeeper	10,000	Earth Protection	Chuitna Mine	PO Box 3269	Homer	AK	99603
6/21/2010	Public Charity	Earthjustice	10,000	Earth Protection	Alaska Office	426 17th Street	Oakland	CA	94612
6/21/2010	Public Charity	Environmental Law and Policy Center	10,000	Earth Protection	Iowa Initiatives	35 East Wacker Dr., Ste 1300	Chicago	IL	60601
6/21/2010	Public Charity	Iowa Renewable Energy Association	5,000	Earth Protection	Renewable Energy Training Workshops	PO Box 3405	Iowa City	IA	52244
6/21/2010	Public Charity	Nature Conservancy, The	10,000	Earth Protection	Southeast Alaska (2 yr)	715 L Street	Anchorage	AK	99501
6/21/2010	Public Charity	Atlas Preparatory School	5,000	Education	Parent involvement & Volunteering	1602 S Murray Blvd	Colorado Springs	CO	80916

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6/21/2010	Public Charity	CASA of the Pikes Peak Region, Inc	5,000	Volunteerism	Minority Volunteer Recruitment	701 S Cascade Ave	Colorado Springs	CO	80903
6/21/2010	Public Charity	Catamount Institute	7,700	Volunteerism	Volunteer/Service learning Coordinator, donor mgmt	740 W. Caramille St	Colorado Springs	CO	80907
6/21/2010	Public Charity	Fostering Hope Foundation	5,000	Volunteerism	Volunteer faith communities supporting foster	3055 Sunnybrook lane	Colorado Springs	CO	80904
6/21/2010	Public Charity	MOPS	10,000	Spirituality	General operating	2370 S Trenton Way	Denver	CO	80231
6/21/2010	Public Charity	National Center for Family Philanthropy	7,500	Pro of Philanthropy	CEO Symposium	1101 Connecticut Ave NW, Ste 220	Washington	DC	20036
6/21/2010	Public Charity	Pikes Peak Community Foundation	7,000	Pro of Philanthropy	Website, train vcl & staff to manage website	730 N Nevada	Colorado Springs	CO	80903
6/21/2010	Public Charity	Urban Peak Colorado Springs	5,000	Volunteerism	Support volunteer management	423 E Cucharas St	Colorado Springs	CO	80903
6/21/2010	Public Charity	UW Sports Ministry	5,000	Spirituality	Break Away Missions	2501 W Colorado Ave #204	Colorado Springs	CO	80904
6/21/2010	Public Charity	Volunteers for Outdoor Colorado	4,000	Volunteerism	Volunteer/Outdoors Net Upgrade Project	600 S Marion Parkway	Denver	CO	80209
7/7/2010	Public Charity	Windustry	2,000	Earth Protection	Community Wind Across Amer Conferences	2105 First Ave S	Minneapolis	MIN	55404
7/7/2010	Public Charity	Elephant Energy	1,000	Earth Protection	General Support	1550 17th St, Ste 500	Denver	CO	80202
7/7/2010	Public Charity	Resurrection Bay Conservation Alliance	1,000	Earth Protection	River Water Monitoring	PO Box 1092	Seward	AK	99664
7/7/2010	Public Charity	1000 Friends of Iowa	2,000	Earth Protection	New member 2 1 Match	3850 Merle Hay Rd, Suite 605	Des Moines	IA	50310
7/7/2010	Public Charity	Renewable Energy Alaska Project	1,000	Earth Protection	Aug. 2010 REAP Fair	308 G St, Ste 207	Anchorage	AK	99501
7/15/2010	Public Charity	Volunteer Center of Cedar Valley	1,750	Volunteerism	Hands on Software	2101 Kimball Ave , Suite 1414	Waterloo	IA	50702
7/23/2010	Public Charity	Doctors Without Borders USA	1,000	Health	General Support	333 7th Avenue, 2nd Floor	New York	NY	10001
7/23/2010	Public Charity	Save the Children	700	Human Community	Children's Emergency Fund	54 Wilton Road	Westport	CT	06880
7/23/2010	Public Charity	The Nature Conservancy	500	Earth Protection	General Support	4245 N Fairfax Dr, Suite 100	Arlington	VA	22203
7/23/2010	Public Charity	Planned Parenthood Federation of America	500	Human Community	General Support	434 West 33rd Street	New York	NY	10001
7/23/2010	Public Charity	National Public Radio	500	Human Community	News Programming	635 Massachusetts Ave , NW	Washington	DC	20001
7/23/2010	Public Charity	Community Alliance with Family Farmers	300	Earth Protection	General Support	P O Box 363	Davis	CA	95617
7/23/2010	Public Charity	World Wildlife Fund	500	Earth Protection	General Support	1250 24th Street N W , PO Box 97180	Washington	DC	20090
7/23/2010	Public Charity	Alaska Design Forum	250	Human Community	General Support	P O Box 101916	Anchorage	AK	99510
7/23/2010	Public Charity	Asia Foundation	500	Human Community	\$250/child's education, \$250/general support	1413 Pine Street	Martinez	CA	94553
7/23/2010	Public Charity	Yolo County SPCA	250	Health	Feral cat program	P O Box 510	Davis	CA	95617
7/26/2010	Public Charity	Leadership Pikes Peak	2,000	Volunteerism	Matching grant	PO Box 128	Colorado Springs	CO	80901
7/27/2010	Public Charity	Gnn and Grow Ltd	500	Education	General Support	PO Box 717	Waterloo	IA	50704
8/1/2010	Public Charity	Bulletin of the Atomic Scientists	1,000	Peacemaking	General Support	77 W Washington St, Suite 2120	Chicago	IL	60602
8/1/2010	Public Charity	Engender Health	1,000	Human Community	Innovations Fund	440 Ninth Ave	New York	NY	10001
8/1/2010	Public Charity	Handicap International	1,000	Peacemaking	US Campaign to Ban Landmines & Cluster Bombs	6930 Carroll Ave, Suite 240	Takoma Park	MD	20912
8/1/2010	Public Charity	Be The Match Foundation	500	Human Community	Programs	3001 Broadway Street NE #601	Minneapolis	MIN	55413
8/25/2010	Public Charity	Boys and Girls Clubs of Black Hawk County	5,000	Human Community	General Operating Support	515 Lime Street	Waterloo	IA	50703
8/25/2010	Public Charity	Bread for the Journey	1,000	Volunteerism	General Operating Support	267 Miller Ave	Mill Valley	CA	94941
8/25/2010	Public Charity	Care and Share Food Bank	2,000	Human Community	General Operating Support	2520 Aviation Way, Ste 130	Colorado Springs	CO	80916
8/25/2010	Public Charity	Children's Literacy Center	3,000	Education	General Operating Support	2928 Straus Ln #100	Colorado Springs	CO	80907
8/25/2010	Public Charity	Citizens Project	500	Human Community	General Operating Support	P O Box 2085	Colorado Springs	CO	80901
8/25/2010	Public Charity	Cystic Fibrosis Foundation	4,000	Health	In honor of the Pelican Family	1355 S Colorado Blvd #C200	Denver	CO	80222
8/25/2010	Public Charity	Dale House	1,000	Spirituality	General Operating Support	7 W Dale	Colorado Springs	CO	80903
8/25/2010	Public Charity	Early Connections Learning Centers	1,000	Volunteerism	Volunteer Program	104 E Rio Grande St	Colorado Springs	CO	80903
8/25/2010	Public Charity	Ecumenical Social Ministries	2,000	Human Community	General Operating Support	201 N Weber	Colorado Springs	CO	80903
8/25/2010	Public Charity	Family and Children's Council of Black Hawk County, Inc	15,000	Human Community	Parent to Parent Program	500 E 4th Street, Suite 414	Waterloo	IA	50703
8/25/2010	Public Charity	Family Life Services	1,000	Spirituality	General Operating Support	1880 S. Cascade Ave	Colorado Springs	CO	80905
8/25/2010	Public Charity	Fuller Theological Seminary	1,000	Spirituality	Windrider Film Forum	540 N Cascade #202	Colorado Springs	CO	80903
8/25/2010	Public Charity	Human Rights Campaign	1,500	Human Community	Programs--The Family Project	3282 Northside Parkway NW #100	Atlanta	GA	30327
8/25/2010	Public Charity	Jack & Jill Late Stage Cancer Foundation	2,000	Human Community	Programs	1741 Gaylord Street	Denver	CO	80206
8/25/2010	Public Charity	Judi's House	1,000	Human Community	Programs--Heroic Journey	87 Columbia St #13G	New York	NY	10002
8/25/2010	Public Charity	New Life of New York City, Inc	1,000	Spirituality	General Operating Support	730 N Nevada Ave	Colorado Springs	CO	80903
8/25/2010	Public Charity	Peak Education	1,000	Education	General Operating Support	340 Printers Parkway	Colorado Springs	CO	80910
8/25/2010	Public Charity	Peak Vista Community Health Centers	2,000	Human Community	Centering Pregnancy Program education materials	P O Box 1930	Colorado Springs	CO	80901
8/25/2010	Public Charity	Pikes Peak Community Foundation	550	Human Community	Uncle Wilber Fund	730 N Nevada Ave	Colorado Springs	CO	80903
8/25/2010	Public Charity	Pikes Peak Community Foundation	8,000	Volunteerism	Edmondson Capacity Building Fund	2105 E Bijou St	Colorado Springs	CO	80909
8/25/2010	Public Charity	Pikes Peak Habitat for Humanity	1,000	Volunteerism	General Operating Support	1212 West Colorado Avenue	Colorado Springs	CO	80904
8/25/2010	Public Charity	Rocky Mountain Community Land Trust	1,000	Volunteerism	Volunteer Resource Support	2250 Bott Ave	Colorado Springs	CO	80904
8/25/2010	Public Charity	Silver Key Senior Services	2,000	Volunteerism	Volunteer Program	8324 Parc Pl	Chalmette	LA	70043
8/25/2010	Public Charity	St Bernard Project	1,000	Human Community	General Operating Support	410 Tijuana St	Colorado Springs	CO	80909
8/25/2010	Public Charity	The Career Building Academy	1,000	Education	General Operating Support				

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8/25/2010	Public Charity	The Waterloo Fund for Excellence in Education	2,000	Education	General Operating Support	620 Lafayette St., Suite 300	Waterloo	IA	50703
8/25/2010	Public Charity	Trails and Open Space Coalition	2,000	Earth Protection	General Operating Support	1040 S 8th St #101	Colorado Springs	CO	80906
8/27/2010	Public Charity	Evergreen City Ballet	1,500	Education	Scholarships	2230 Lind Ave SW	Renton	WA	98057
8/27/2010	Public Charity	Page Ahead Children's Literacy Program	1,000	Education	Book Distribution Program	1130 NW 85th St	Seattle	WA	98117
8/27/2010	Public Charity	Colorado Public TV	500	Education	General Support	2900 Welton Street, 1st Floor	Denver	CO	80205
8/27/2010	Public Charity	Oxfam	1,000	Human Community	General Support (medicines)	226 Causeway St, 5th Floor	Boston	MA	02114
8/27/2010	Public Charity	International Rescue Committee	1,000	Human Community	Pakistan Flood Aid	122 East 42nd St	New York	NY	10168
8/27/2010	Public Charity	DrawBridge	1,750	Human Community	Art programs for homeless children, Bay Area	PO Box 2698	San Rafael	CA	94912
8/27/2010	Public Charity	Intersection for the Arts	1,750	Human Community	Brush Fire Painting	446 Valencia St	San Francisco	CA	94103
8/27/2010	Public Charity	826 Valencia	500	Human Community	Book creation workshop, Bay Area	826 Valencia Street	San Francisco	CA	94110
8/27/2010	Public Charity	826 National	1,000	Human Community	General Support	826 Valencia Street	San Francisco	CA	94110
TOTAL			304,350						