Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2010

For calendar year 2010, or tax year beginning , **and ending**

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

Name of foundation
BOETTCHER FOUNDATION

A Employer identification number
84-0404274

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

Room/suite
2210 S

B Telephone number
303-534-1937

City or town, state, and ZIP code
Denver, CO 80202

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 ▶ ☐

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*
▶$ 269,746,208.

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

	Part I	**Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received	1,000,000.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	2,753,059.	2,825,304.		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	7,121,497.			Statement1
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		7,117,862.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	31,842.	31,842.		Statement2
	12	**Total.** Add lines 1 through 11	10,906,398.	9,975,008.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	414,911.	53,964.		360,947.
	14	Other employee salaries and wages	505,607.	44,888.		460,719.
	15	Pension plans, employee benefits	357,108.	39,282.		317,826.
	16a	Legal fees Stmt 3	13,707.	1,234.		12,473.
	b	Accounting fees Stmt 4	23,450.	5,863.		17,587.
	c	Other professional fees Stmt 5	496,873.	496,873.		0.
	17	Interest				
	18	Taxes Stmt 6	8,435.	<3,289.>		0.
	19	Depreciation and depletion				
	20	Occupancy	136,736.	12,306.		124,430.
	21	Travel, conferences, and meetings	83,869.	7,548.		76,321.
	22	Printing and publications	22,447.	2,020.		20,427.
	23	Other expenses Stmt 7	494,985.	18,217.		476,768.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	2,558,128.	678,906.		1,867,498.
	25	Contributions, gifts, grants paid	13,739,643.			13,745,762.
	26	**Total expenses and disbursements.** Add lines 24 and 25	16,297,771.	678,906.		15,613,260.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	<5,391,373.>			
	b	**Net investment income** (if negative, enter -0-)		9,296,102.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	44,543.		
	2	Savings and temporary cash investments	23,303,169.	13,038,180.	13,038,180.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations			
	b	Investments - corporate stock Stmt 8	64,240,489.	74,699,050.	85,146,539.
	c	Investments - corporate bonds Stmt 9	29,754,578.	25,250,462.	32,908,033.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans Stmt 10	33,333.	33,333.	33,333.
	13	Investments - other Stmt 11	111,009,142.	109,852,315.	138,620,123.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	228,385,254.	222,873,340.	269,746,208.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ Statement12)	120,541.	0.	
	23	**Total liabilities** (add lines 17 through 22)	120,541.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	228,264,713.	222,873,340.	
	30	**Total net assets or fund balances**	228,264,713.	222,873,340.	
	31	**Total liabilities and net assets/fund balances**	228,385,254.	222,873,340.	

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	228,264,713.
2	Enter amount from Part I, line 27a	2	<5,391,373.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	222,873,340.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	222,873,340.

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 Statement 1			
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				7,117,862.
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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				7,117,862.
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	7,117,862.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2009	14,724,513.	230,117,401.	.063987
2008	14,533,739.	267,645,521.	.054302
2007	12,395,115.	284,617,600.	.043550
2006	12,163,306.	252,402,452.	.048190
2005	11,686,010.	231,861,638.	.050401

2 Total of line 1, column (d)	2	.260430
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	.052086
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	248,668,774.
5 Multiply line 4 by line 3	5	12,952,162.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	92,961.
7 Add lines 5 and 6	7	13,045,123.
8 Enter qualifying distributions from Part XII, line 4	8	15,613,260.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	92,961.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3	Add lines 1 and 2		3	92,961.
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	92,961.
6	Credits/Payments:			
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a 52,529.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	72,529.
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	20,432.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2011 estimated tax** ▶	**Refunded** ▶	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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO, CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ www.boettcherfoundation.org

14 The books are in care of ▶ Boettcher Foundation Telephone no.▶ 303-534-1937

Located at ▶ 600 17th Street, Suite 2210 South, Denver, CO ZIP+4 ▶ 80202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	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 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2010 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 2010.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010?	4b		X

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? See Statement 17	☒ Yes ☐ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b		X
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?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (If not paid, enter -0-)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Statement 13				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Joanne Flores Moses 600 17th, #2210 S., Denver, CO 80202	Dir, Fin 40.00	78,475.	37,114.	2,620.
Julie Lerudis 600 17th,#2210 S., Denver, CO 80202	Dir, Grants Program 40.00	82,010.	33,463.	2,620.
Katherine Craig 600 17th,#2210 S., Denver, CO 80202	Dir, Scholarship Program 40.00	81,452.	24,347.	2,620.
Penni Key 600 17th, #2210 S., Denver, CO 80202	Dir, Admin 40.00	86,228.	17,060.	2,620.
Audra Palakodety 600 17th, #2210 S., Denver, CO 80202	Executive Asst. 40.00	55,484.	15,582.	400.

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. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Wellington Management Co., LLC 2 Embarcadero Center, San Francisco, CA 94111	Investment Management	236,629.
Monticello Associates, Inc. 1200 17th Street, #2600, Denver, CO 80202	Investment Management	100,000.
Capital Guardian - 400 S. Hope Street, 21st Fl., Los Angeles, CA 90071	Investment Management	57,712.
Fiduciary Trust 600 5th Ave., 4th Fl., New York, NY 10020	Investment Management	53,279.

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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	236,144,137.
b	Average of monthly cash balances	1b	16,311,471.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	252,455,608.
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	252,455,608.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,786,834.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	248,668,774.
6	**Minimum investment return.** Enter 5% of line 5	6	12,433,439.

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	12,433,439.
2a	Tax on investment income for 2010 from Part VI, line 5 2a 92,961.		
b	Income tax for 2010. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	92,961.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	12,340,478.
4	Recoveries of amounts treated as qualifying distributions	4	6,119.
5	Add lines 3 and 4	5	12,346,597.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	12,346,597.

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	15,613,260.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	15,613,260.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	92,961.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	15,520,299.

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 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				12,346,597.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			3,110,964.	
b Total for prior years: _____, _____, _____		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4: ▶ $ 15,613,260.				
a Applied to 2009, but not more than line 2a			3,110,964.	
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 2010 distributable amount				12,346,597.
e Remaining amount distributed out of corpus	155,699.			
5 Excess distributions carryover applied to 2010 (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	155,699.			
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 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2011.** Subtract lines 7 and 8 from line 6a	155,699.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010 155,699.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2010, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2010	(b) 2009	(c) 2008	(d) 2007	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

See Statement 14

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

See Statement 14

c Any submission deadlines:

See Statement 14

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

See Statement 14

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 Statement 15	N/A	Public charities	See Statement 15	13,745,762.
Total			▶ 3a	13,745,762.
b *Approved for future payment*				
See Statement 16	N/A	Public charities	See Statement 16	11,976,728.
Total			▶ 3b	11,976,728.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities	523000	<72,245.>	14	2,825,304.	
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	7,121,497.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a Security litigation settlements			14	31,842.	
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		<72,245.>		9,978,643.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 9,906,398.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

6/29/11 President & Exec. Dir.

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self- employed	PTIN
Maria Montoya	Maria Montoya	6/20/11		P01363907

Firm's name ▶ Kundinger, Corder & Engle, P.C.

Firm's EIN ▶

Firm's address ▶ 475 Lincoln Street, Ste. 200
Denver, CO 80203

Phone no. 303-534-5953

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No 1545-0047

2010

Name of the organization

BOETTCHER FOUNDATION

Employer identification number

84-0404274

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

BOETTCHER FOUNDATION

Employer identification number

84-0404274

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	University of Colorado 1800 Grant Street, #725 Denver, CO 80203	$ 1,000,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution)

Name of organization	Employer identification number
BOETTCHER FOUNDATION	84-0404274

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
BOETTCHER FOUNDATION	84-0404274

Part III **Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations aggregating more than $1,000 for the year.** Complete columns **(a)** through **(e)** and the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ $

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

Boettcher Foundation
Form 990PF **84-0404274**
For the Year Ended December 31, 2010 **Statement 1**

PART IV, Capital Gains and Losses

Description		Gain or (Loss)
Capital Guardian		(61,871)
Clayton Dubilier Rice VII		235
Commonfund Capital Partners 3		786
Convexity T Bills		2,336,945
Convexity TIPS		962,377
Davidson Kempner		243,329
Dodge & Cox Stock Fund		57,954
Endowment Ptrs V		(47,411)
Eton Park		40,235
Farallon		230,047
Fiduciary		403,022
Fness Small Cap		490,121
Longleaf		(104,813)
MHR II		(30,085)
MHR III		(18,090)
Millie II		63,050
Natural Gas Partners IX		70,940
Natural Gas Partners VIII		(33,506)
Newport Asia		15,436
Och Ziff Real Estate		10,053
OZ Overseas Fund II		3,635
Pequot Endowment		22,977
Sovereign		(50,953)
SR Phoenicia Carthaginian		1,118
SR Phoenicia Class A		808,936
TCW Energy Fund X		(106,657)
TCW Energy Fund XIV		50,482
TIFF ARP		812,302
TIFF Partners I		(39,510)
TIFF Partners II		24,535
TIFF Partners IV		199,603
TIFF PEP 2007		(18,044)
TIFF secondary partners I		20,043
TIFF V - INTL		(60,867)
TIFF V - US		(30,151)
Wellington - Diversified Inflation Hedges		205,556
Wellington - Micro Cap		649,737
	Net capital gains, Line 6a	$ 7,121,497
	Less capital gains reported on 2009 Form 990-PF	(3,635)
	Net capital gains, Line 7 and Part IV	7,117,862

Boettcher Foundation
Form 990-PF
For the Year Ended December 31, 2010

84-0404274
Statement 2

Name of Provider	(a) Revenue per books	(b) Net Investment Income	(c) Adjusted Net Income
Part I, Line 11, Other Income			
Security litigation settlements	31,842	31,842	-
	$ 31,842	31,842	-

Boettcher Foundation
Form 990-PF
For the Year Ended December 31, 2010

84-0404274
Statements 3-7

Name of Provider	Type of Service	Amount Paid	Allocated to Investments	Disbursements Charitable
Statement 3				
Part I, Line 16a, Legal Fees				
Holmes Roberts & Owen	Legal Consulting	4,977	448	4,529
Moye White LLP	Legal Consulting	7,180	646	6,534
Karen E Leaffer, Esq	Legal Consulting	1,550	140	1,410
		$ 13,707	$ 1,234	$ 12,473
Statement 4				
Part I, Line 16b, Accounting Fees				
Kundinger, Corder & Engle, P.C	Audit and tax return	$ 23,450	5,863	$ 17,588
Statement 5				
Part I, Line 16c, Other Professional Fees				
Investment Managers:				
Monticello Associates	Investment Consultant	100,000	100,000	-
Capital Guardian	Investment Fund Manager	57,712	57,712	-
Convexity	Investment Fund Manager	17,561	17,561	-
Fiduciary Trust	Investment Fund Manager	53,279	53,279	-
Och Ziff Real Estate	Investment Fund Manager	31,692	31,692	-
Wellington Trust	Investment Fund Manager	236,629	236,629	-
		$ 496,873	496,873	$ -
Statement 6				
Part I, Line 18, Taxes				
Excise Taxes		20,000	-	-
UBTI Taxes		(8,276)	-	-
Foreign Taxes Paid on Investments		(3,289)	(3,289)	-
		$ 8,435	(3,289)	$ -
Statement 7				
Part I, Line 23, Other Expenses				
Computer & office equipment		34,490	3,104	31,386
Furniture & fixtures		1,530	138	1,392
Business Insurance		15,615	1,405	14,210
Payroll service		5,307	584	4,723
Memberships		5,768	1,154	4,614
Miscellaneous charitable related		106,772	-	106,772
Scholarship program		127,966	-	127,966
Webb-Waring Biomedical Research program		76,475	-	76,475
Office Machines/Contracts		9,636	867	8,769
Computer consulting/expenses		46,179	4,156	42,023
Office Supplies		9,998	900	9,098
Retirement plan admin. expense		30,194	3,321	26,873
Education and training		20,619	1,856	18,763
Postage and courier		4,070	366	3,704
Bank service charges		366	366	-
		$ 494,985	18,217	$ 476,768

Description	Book Value	Fair Market Value
Statement 8		
Part I, Line 10, Investments		
b. Corporate Stocks		
Capital Guardian Emerging Markets	7,878,490	8,254,030
Convexity S&P	10,000,000	12,547,235
Dodge & Cox International	22,118,456	22,516,735
Friess Small Cap	4,479,520	3,649,217
Harbor Capital Appreciation Fund	4,329,477	5,021,987
Janus	3,405,006	3,908,257
Longleaf Small Cap	5,645,024	6,094,562
Newport Asia	4,887,495	8,987,134
Oppenheimer Developing Markets	3,200,000	3,269,802
Wellington Diversified Inflation Hedges (50%)	3,176,662	4,295,371
Wellington Micro Cap	5,578,920	6,602,209
	$ 74,699,050	$ 85,146,539
Statement 9		
Part I, Line 10, Investments		
c. Investments-Corporate bonds:		
Convexity T Bills	3,633,822	5,801,694
Convexity TIPS	6,359,871	11,860,081
Fiduciary Trust	15,256,769	15,246,258
	$ 25,250,462	$ 32,908,033
Statement 10		
Part I, Line 12, Mortgage Loans		
Charles Bacon Mortgage note dated 1/1/21	$ 33,333	$ 33,333

The book value of the above investments is reported at cost.

Description	Book Value	Fair Market Value
Statement 11		
Part II, Line 13, Investments-Other		
Addison Clark Offshore Fund	5,000,000	5,300,932
Clayton Dubilier Rice VII	4,058,203	4,987,379
Clayton Dubilier Rice VII (Co-Investment)	828,072	642,666
Clayton Dubilier Rice VII (Credit Co-Investment)	7,562	17,250
Clayton Dubilier Rice VII (Credit)	372,132	829,492
Clayton Dubilier Rice VIII	2,206,757	2,744,683
Commonfund Capital Partners III	1,177,498	1,299,840
Davidson Kempner	9,611,196	10,099,486
Eminence Fund	2,500,000	2,599,838
Endowment Venture Partners V	1,000,763	1,291,815
Eton Park	8,040,235	8,823,064
Farallon	10,810,419	10,788,152
ICAP Offshore ARF II	4,500,000	7,400,860
Maverick Fund	5,000,000	8,634,210
MHR II	1,529,562	2,661,078
MHR III	1,936,970	2,233,343
Natural Gas Partners IX	1,508,600	1,961,290
Natural Gas Partners VIII	1,342,239	2,891,403
Och Ziff Overseas Fund	10,168,731	12,497,265
Och Ziff Real Estate	1,765,142	2,007,361
Palo Alto Healthcare Offshore II	5,000,000	5,708,767
Pequot Endowment	1,767,248	519,590
Platte River Ventures II	943,017	1,156,298
Silver Point	7,677,628	10,040,758
Sovereign	304,307	328,297
Sovereign II	909,972	932,654
Steadfast International	2,500,000	2,769,808
TCW Energy Fund X	1,627,804	1,376,778
TCW Energy Fund XIV	3,077,978	3,653,177
TIFF Absolute Return Pool	4,421,639	10,770,672
TIFF I	(263,793)	36,599
TIFF II	(204,673)	179,982
TIFF IV	1,961,712	2,718,509
TIFF PEP 2007	1,371,017	1,417,239
TIFF Secondary Partners I	124,693	620,941
TIFF V - INTL	1,120,770	1,027,828
TIFF V - US	972,253	1,355,448
Wellington Diversified Inflation Hedges (50%)	3,176,662	4,295,371
	$ 109,852,315	$ 138,620,123

The book value of the above investments is reported at cost.

Statement 12	BOY amount	EOY amount
Part II, Line 22, Other Liabilities		
Tax payment returned from IRS	$120,541	$0
	$120,541	$0

Boettcher Foundation
Form 990PF, Part VIII **84-0404274**
For the Year Ended December 31, 2010 **Statement 13**

Name and Address	Title and Average hours per week devoted to position	Compensation (if not paid, enter -0-)	Contributions to employee benefit plans and deferred compensation	Expense account, other allowances
Timothy W Schultz 600 17th Street, Suite 2210 South Denver, CO 80202	President and Exec. Director - 40	254,010	79,061 (a)	3,040
Katie S. Kramer 600 17th Street, Suite 2210 South Denver, CO 80202	Vice President and Asst. Secty - 40	151,900	42,587	3,040
Larry A. Allen, M.D 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.3	1,000		183
Pamela D. Beardsley 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1 3	1,000	-	257
Paul H Chan 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.3	1,000	-	25
M. Ann Penny 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1 3	1,000	-	636
Theodore F. Schlegel, M D. 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.6	1,000	-	52
Edward D White, III 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.7	1,000	-	776
Thomas Williams 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.7	2,000	-	593
Donald McG Woods 600 17th Street, Suite 2210 South Denver, CO 80202	Trustee - 1.5	1,000	-	538
		414,911	121,648	9,140

(a) A Supplemental Executive Retirement Plan was established to enable the current Executive Director of the Foundation to receive retirement income and other benefits similar to what he would have received under the retirement plan that was in existence when he was hired in 1995, had it not been frozen in 2002. The Foundation's obligation to the Executive Director is an unfunded, unsecured promise to pay compensation in the future. In the event his employment with the Foundation is terminated before his eligible retirement date in 2013, the benefits will be forfeited. Benefits accrued under the Plan in 2010 have not been determined.

BOETTCHER FOUNDATION
Program
Overview

Grants

The Boettcher Foundation provides capital grant funding to 501(c)(3) organizations and governmental entities within the State of Colorado. Capital grants are made in four primary categories:

Arts & Culture, Community & Social Service, Education, and Healthcare.

Capital Projects

The largest dollar amounts awarded as grants by the Boettcher Foundation are for capital projects - typically building construction, purchase, or remodeling and improvements

Capital Challenges

Most frequently, the Boettcher Foundation's capital grants are made in the form of challenges, conditional on an applicant agency's ability to raise the balance of the funds needed for a project The Trustees of the Foundation usually make such challenges after a significant portion of the total funds have already been raised, preferably from local sources Although they have established no absolute guidelines as to how much this amount should be, the Trustees generally hope to see between 50% and 75% of the goal already in hand before they will consider a grant Additionally, they expect to see a substantial percentage of that amount raised from those who are closest to the organization, especially the board, the local community and those who stand to benefit most from the completion of the project

Large and Well-Conceived Projects

Another aspect of grants made by the Boettcher Foundation is worth mentioning, especially as its origins date to the desires of the Boettcher Family In the early years of the Foundation, the Trustees determined that they "favored the making of grants of a significant size toward large and well-conceived projects rather than dividing the available funds into small grants to a vast number of recipients " In deference to the family's interests, but also because today's Trustees still believe that a limited number of larger grants eventually helps more people than numerous small ones, this policy has been continued

Grant Exclusions

Because of the Foundation's strong emphasis on capital projects, unsolicited applications for operating funds, endowments or tickets for events are not considered by the Trustees

The Boettcher Foundation does not accept proposals, or provide grants, for the following giving interests

Individuals
Out-of-state projects
Operations
Gymnasiums / athletic fields
Housing
Purchase of tables or tickets
for dinners / events
Large urban hospitals
Media presentations
Small business start-ups
Open space / parks
Conferences, seminars, workshops
Organizations that primarily serve animals
Debt reduction
Pilot programs
Endowments
Religious groups or organizations for their
religious purposes
Scholarships
Travel
Historic Preservation

`Note: Grant guidelines are currently being reviewed and will be modified in 2012. Please visit www.boettcherfoundation.org for more information.`

BOETTCHER FOUNDATION

Applying for a Capital Grant

Grants

If your organization is seeking funding for a capital project and meets the eligibility requirements, please continue reading for more information on how to apply for a grant.

Please contact us if you have any questions by either emailing grants@boettcherfoundation.org or calling 303-534-1937

Letter of Inquiry

The Boettcher Foundation Grant Process begins with the letter of inquiry The letter of inquiry should describe the organization that wishes to submit a proposal, the amount of funds raised so far in support of the campaign and the estimated timeline for completion of the project If the Grants Committee decides it is appropriate for the organization to submit a full proposal to the Board of Trustees, additional information will then be requested There is no deadline to submit a letter of inquiry Letters of inquiry should be emailed to Grants@BoettcherFoundation org

Notification to Submit an Application

A preliminary response from the staff of the Boettcher Foundation will be made to any letter of inquiry within 6-8 weeks Upon review, the organization will be advised as to whether the project is appropriate for consideration and, if so will be formally notified to submit a full proposal

Grant Notification

Once a proposal has been accepted, grant applicants should allow up to two or, in rare instances, three months before expecting a final decision Direct contact with Trustees of the Boettcher Foundation should not be attempted, unless requested by the staff

Project Outcomes

When a grant is awarded, the Foundation expects to receive a report on the disposition of the funds and the outcomes of the project within a year of the final payment of the grant, or completion of the project, whichever comes first

Statement 14

Organization	City	Type of Grant	Payment Amount
Adam's Camp	Centennial	Trustee Initiated Operating Support	4,000
Adams State College	Alamosa	Trustee Initiated Scholarship Support	27,060
Ah Haa School for the Arts	Telluride	Capital	25,000
Aims Community College	Greeley	Capital	50,000
Arrupe Jesuit High School	Denver	Capital	75,000
Aspen Institute	Aspen	Capital	100,000
Bayaud Industries, Inc	Denver	Capital	30,000
Bonfils Blood Center Foundation	Denver	Capital	75,000
Boulder Bach Festival	Boulder	Trustee Initiated Operating Support	2,500
Boulder Housing Partners	Boulder	Capital	20,000
Breakthrough Kent Denver	Englewood	Trustee Initiated Operating Support	5,000
Capitol Hill Community Services	Denver	Trustee Initiated Operating Support	2,500
Care and Share Food Bank	Colorado Springs	Capital	125,000
Central City Opera House Association	Denver	Trustee Initiated Programmatic Support	60,000
CHARG Resource Center	Denver	Capital	20,000
City of Fruita	Fruita	Capital	75,000
Civic Center Conservancy	Denver	Trustee Initiated Operating Support	125,000
Clayton Foundation	Denver	Trustee Initiated Operating Support	250,000
Clayton Foundation	Denver	Capital	700,000
Cleo Parker Robinson Dance Ensemble	Denver	Trustee Initiated Operating Support	3,000
Clinica Family Health Services	Lafayette	Capital	50,000
Clyfford Still Museum	Denver	Capital	175,000
Colorado Academy	Denver	Trustee Initiated Operating Support	100,000
Colorado Association of Funders	Denver	Trustee Initiated Operating Support	5,745
Colorado Ballet	Denver	Trustee Initiated Programmatic Support	75,000
Colorado Cattlemen's Land Trust	Arvada	Trustee Initiated Operating Support	2,500
Colorado Christian University	Lakewood	Trustee Initiated Scholarship Support	24,899
Colorado College	Colorado Springs	Trustee Initiated Scholarship Support	639,030
Colorado Conservation Trust	Denver	Trustee Initiated Programmatic Support	87,000
Colorado FFA Foundation	Montrose	Trustee Initiated Programmatic Support	1,170
Colorado Homeless Families	Arvada	Capital	15,000
Colorado Mountain College	Leadville	Capital	75,000
Colorado Mountain College	Breckenridge	Capital	75,000
Colorado Nonprofit Association	Denver	Trustee Initiated Operating Support	550
Colorado Nonprofit Association	Denver	Trustee Initiated Programmatic Support	18,000
Colorado Open Lands	Lakewood	Trustee Initiated Operating Support	1,500
Colorado Outward Bound	Denver	Trustee Initiated Operating Support	3,000
Colorado Rockies Foundation	Denver	Trustee Initiated Operating Support	2,500
Colorado School of Mines	Golden	Trustee Initiated Programmatic Support	75,000
Colorado School of Mines	Golden	Trustee Initiated Scholarship Support	280,054
Colorado State University	Fort Collins	Trustee Initiated Programmatic Support	200,000
Colorado State University	Fort Collins	Capital	125,000
Colorado State University	Pueblo	Trustee Initiated Scholarship Support	15,000
Colorado State University	Fort Collins	Trustee Initiated Scholarship Support	228,056
Colorado Symphony Orchestra	Denver	Trustee Initiated Programmatic Support	100,000
Colorado Trout Unlimited	Denver	Trustee Initiated Operating Support	3,000
Community Resource Center	Denver	Trustee Initiated Scholarship Support	10,000
Conference of Southwest Foundations	Dallas, TX	Trustee Initiated Operating Support	4,000
Conference of Southwest Foundations	Dallas, TX	Trustee Initiated Programmatic Support	2,500
Costilla County Senior Citizens Club	San Luis	Capital	25,000
Creede Repertory Theatre	Creede	Capital	25,000
Crested Butte Land Trust	Crested Butte	Trustee Initiated Operating Support	5,000
Crossroads Safehouse	Fort Collins	Capital	50,000
Crow Canyon Archaeological Center	Cortez	Trustee Initiated Operating Support	7,000
Custer 2020	Westcliffe	Capital	75,000
Denver Biennial of the Americas	Denver	Capital	500,000
Denver Biennial of the Americas	Denver	Trustee Initiated Operating Support	250,000
Denver Botanic Gardens	Denver	Trustee Initiated Operating Support	5,000
Denver Botanic Gardens	Denver	Capital	50,000
Denver Metro Chamber Leadership Foundation	Denver	Trustee Initiated Programmatic Support	36,000
Denver Museum of Nature and Science	Denver	Trustee Initiated Operating Support	1,000
Denver Museum of Nature and Science	Denver	Capital	200,000
Denver Santa Claus Shop	Denver	Trustee Initiated Operating Support	2,500

Organization	City	Type of Grant	Payment Amount
Denver Zoological Foundation, Inc	Denver	Capital	166,000
Discovery Museum at the Powerhouse	Durango	Capital	50,000
Easter Seals Colorado	Lakewood	Trustee Initiated Programmatic Support	25,000
Eben Ezer Lutheran Care Center	Brush	Capital	25,000
El Centro Su Teatro	Denver	Capital	75,000
Food Bank of the Rockies	Denver	Capital	125,000
FoodWorks	Denver	Capital	50,000
Foothills Art Center	Golden	Trustee Initiated Operating Support	3,000
Fort Lewis College	Durango	Capital	50,000
Fort Lewis College	Durango	Trustee Initiated Scholarship Support	15,000
Foundation Financial Officers Group	New York, NY	Trustee Initiated Operating Support	1,500
Fraser Valley Recreation Foundation	Winter Park	Capital	75,000
Frenchman RE-3 School District	Fleming	Capital	10,000
Friends of the Haven	Denver	Capital	75,000
GLBT Community Center of Colorado	Denver	Capital	75,000
Goodwill Industries	Denver	Trustee Initiated Operating Support	2,500
Governor's Residence Preservation Fund	Denver	Trustee Initiated Operating Support	7,000
Grants Managers Network	Washington, D C	Trustee Initiated Operating Support	500
Habitat for Humanity of Metro Denver	Denver	Capital	50,000
Home Aid	Denver	Capital	29,592
Iliff School of Theology	Denver	Trustee Initiated Operating Support	5,000
Johnson & Wales University	Denver	Trustee Initiated Scholarship Support	15,000
Junior Achievement of Metro Denver	Denver	Trustee Initiated Operating Support	1,750
Kent Denver School	Englewood	Trustee Initiated Operating Support	13,000
Kent Denver School	Englewood	Trustee Initiated Programmatic Support	100,000
Kit Carson County Memorial Hospital	Burlington	Trustee Initiated Operating Support	3,000
La Puente, Inc	Alamosa	Trustee Initiated Operating Support	5,000
Lake City Area Medical Center	Lake City	Capital	25,000
Little Sisters of the Poor	Denver	Trustee Initiated Operating Support	2,500
Marble Charter School	Marble	Capital	25,000
Meals on Wheels of Loveland	Loveland	Capital	20,000
Meeker Food Bank	Meeker	Capital	10,000
Mesa State College	Grand Junction	Trustee Initiated Scholarship Support	28,210
Metropolitan State College of Denver	Denver	Capital	425,000
Metropolitan State College of Denver	Denver	Trustee Initiated Scholarship Support	15,000
Mission Wear	Denver	Trustee Initiated Operating Support	2,500
Murphy Center	Fort Collins	Capital	25,000
Museum of Contemporary Art	Denver	Capital	75,000
National Arts Strategies	Alexandria, VA	Trustee Initiated Programmatic Support	166,667
National Association of College Admission Counseling	Arlington, VA	Trustee Initiated Operating Support	60
National Jewish Health	Denver	Trustee Initiated Programmatic Support	100,000
National Jewish Health	Denver	Trustee Initiated Operating Support	1,000
National Scholarship Providers Association	Boulder	Trustee Initiated Operating Support	1,100
National Scholarship Providers Association	Boulder	Trustee Initiated Programmatic Support	10,000
National Western Stock Show	Denver	Trustee Initiated Programmatic Support	800
Nature Conservancy	Boulder	Trustee Initiated Operating Support	5,000
Nederland Community Library Foundation	Nederland	Capital	10,000
Opera Colorado	Denver	Trustee Initiated Programmatic Support	75,000
Pikes Peak Library District Foundation	Colorado Springs	Capital	25,000
Plains Medical Center	Limon	Capital	20,000
Planned Parenthood of the Rocky Mountains	Denver	Capital	250,000
Prairie View Health Resources	Cheyenne Wells	Capital	25,000
Presidents Leadership Class	Boulder	Trustee Initiated Operating Support	5,000
Public Education and Business Coalition	Denver	Trustee Initiated Programmatic Support	850,000
Qualistar Early Learning	Denver	Capital	300,000
Reach Out and Read	Denver	Trustee Initiated Operating Support	5,000
Regis University	Denver	Trustee Initiated Scholarship Support	29,474
Rio Grande Headwaters Land Trust	Del Norte	Trustee Initiated Operating Support	1,000
Rocky Mountain Biological Laboratory	Crested Butte	Trustee Initiated Operating Support	3,000
Rocky Mountain Repertory Theatre	Grand Lake	Capital	50,000
Roundup River Ranch	Avon	Capital	25,000
Salvation Army - Intermountain Division	Denver	Trustee Initiated Operating Support	2,500
Scientific and Cultural Facilities District	Denver	Trustee Initiated Programmatic Support	5,000

Boettcher Foundation
Schedule to Form 990 PF
December 31, 2010

Part XV 3a
Grants Paid in 2010

Statement 15
EIN 84-0404274

Organization	City	Type of Grant	Payment Amount
Seniors Resource Center	Denver	Capital	62,500
Sensory Processing Disorder Foundation	Greenwood Village	Trustee Initiated Operating Support	5,000
Special Transit	Boulder	Capital	50,000
Spellbinders	Woody Creek	Trustee Initiated Operating Support	5,000
Stanley British Primary School	Denver	Trustee Initiated Operating Support	5,000
Teacher Recognition Awards	Colorado - Statewide	Trustee Initiated Programmatic Support	40,000
Teammates for Kids Foundation	Wheat Ridge	Capital	25,000
Telluride Foundation	Telluride	Capital	25,000
The Children's Hospital	Aurora	Capital	500,000
The Memorial Hospital Foundation	Craig	Capital	50,000
The Philanthropy Roundtable	Washington, D C	Trustee Initiated Operating Support	5,000
Total Longterm Care	Denver	Capital	50,000
Trust for Public Land - Colorado Program	Denver	Trustee Initiated Operating Support	2,500
Trust for Public Land - Colorado Program	Denver	Trustee Initiated Programmatic Support	20,000
Trustee/Employee Matching Gift Program	Colorado - Statewide	Trustee Initiated Operating Support	17,750
University of Colorado	Boulder	Trustee Initiated Scholarship Support	605,867
University of Colorado	Boulder	Capital	125,000
University of Colorado - Colorado Springs	Colorado Springs	Trustee Initiated Scholarship Support	43,920
University of Colorado Denver	Denver	Trustee Initiated Scholarship Support	29,578
University of Colorado Foundation	Denver	Trustee Initiated Operating Support	4,000
University of Colorado Foundation	Denver	Trustee Initiated Programmatic Support	700,000
University of Colorado Foundation	Denver	Trustee Initiated Operating Support	2,000
University of Colorado Foundation	Denver	Trustee Initiated Programmatic Support	100,000
University of Denver	Denver	Trustee Initiated Programmatic Support	10,000
University of Denver - College of Education	Denver	Capital	250,000
University of Denver	Denver	Trustee Initiated Scholarship Support	1,692,930
University of Northern Colorado	Greeley	Trustee Initiated Scholarship Support	15,000
Veterans of Hope Project	Denver	Trustee Initiated Operating Support	10,000
Volunteers of America	Denver	Trustee Initiated Operating Support	2,500
Western State College	Gunnison	Trustee Initiated Scholarship Support	15,000
Women's Crisis & Family Outreach Center	Castle Rock	Capital	25,000
YMCA of Boulder Valley	Lafayette	Capital	50,000
YMCA/USO of the Pikes Peak Region	Colorado Springs	Capital	125,000
Young Nonprofit Professionals Network	Denver	Trustee Initiated Programmatic Support	2,500
Young Voices of Colorado	Littleton	Trustee Initiated Operating Support	4,000
Total Grants Paid in 2010			**13,745,762**

Boettcher Foundation
Schedule to Form 990 PF
December 31, 2010

Part XV 3b
Grants Approved for Future Payment

Statement 16
EIN 84-0404274

Organization	City	Type of Grant	Payment Amount
Adam's Camp	Centennial	Trustee Initiated Operating Support	3,000
Aims Community College	Greeley	Capital	50,000
Assistance League of Colorado Springs	Colorado Springs	Capital	35,000
Black American West Museum	Denver	Trustee Initiated Operating Support	2,500
Boy Scouts - Pikes Peak Council	Colorado Springs	Capital	100,000
Breakthrough Kent Denver	Englewood	Trustee Initiated Operating Support	5,000
Brighton Urban Renewal Authority	Brighton	Capital	30,562
Brothers Redevelopment, Inc	Denver	Capital	25,000
Catholic Charities and Community Services	Denver	Capital	25,000
Central City Opera House Association	Denver	Trustee Initiated Programmatic Support	180,000
Civic Center Conservancy	Denver	Trustee Initiated Programmatic Support	120,000
Clayton Foundation	Denver	Trustee Initiated Programmatic Support	250,000
Clyfford Still Museum	Denver	Capital	325,000
Colorado Academy	Denver	Trustee Initiated Programmatic Support	100,000
Colorado Association of Funders	Denver	Trustee Initiated Programmatic Support	10,000
Colorado Ballet	Denver	Trustee Initiated Programmatic Support	75,000
Colorado Nonprofit Association	Denver	Trustee Initiated Programmatic Support	2,500
Colorado Outward Bound	Denver	Trustee Initiated Operating Support	2,500
Colorado School of Mines	Golden	Trustee Initiated Programmatic Support	150,000
Colorado State University	Fort Collins	Capital	62,500
Colorado Symphony Orchestra	Denver	Trustee Initiated Programmatic Support	100,000
Colorado Trout Unlimited	Denver	Trustee Initiated Operating Support	2,500
Community College of Aurora	Aurora	Capital	150,000
Community Resource Center	Denver	Trustee Initiated Programmatic Support	10,000
Crested Butte Land Trust	Crested Butte	Trustee Initiated Operating Support	2,500
Crow Canyon Archaeological Center	Cortez	Trustee Initiated Operating Support	5,000
Denver Biennial of the Americas	Denver	Capital	500,000
Denver Biennial of the Americas	Denver	Trustee Initiated Programmatic Support	250,000
Denver Botanic Gardens	Denver	Capital	250,000
Denver Foundation	Denver	Trustee Initiated Programmatic Support	2,000
Denver Museum of Nature and Science	Denver	Capital	600,000
Denver Public Schools Foundation	Denver	Trustee Initiated Operating Support	4,000
Denver's Road Home	Denver	Capital	200,000
Denver Zoological Foundation, Inc	Denver	Capital	250,000
Easter Seals Colorado	Lakewood	Trustee Initiated Programmatic Support	25,000
El Centro Su Teatro	Denver	Capital	75,000
El Pueblo	Pueblo	Capital	10,000
Fort Collins Discovery Museum	Fort Collins	Capital	75,000
Fort Lewis College	Durango	Capital	50,000
Good Shepherd Communities	Littleton	Capital	25,000
Goodwill Industries	Denver	Capital	25,000
Hospice & Palliative Care of Western Colorado	Delta	Capital	15,000
Iliff School of Theology	Denver	Trustee Initiated Operating Support	2,500
Imagine!	Lafayette	Capital	20,000
Kent Denver School	Englewood	Trustee Initiated Operating Support	12,500
Lincoln Center	Fort Collins	Capital	50,000
Mesa County Partners	Grand Junction	Capital	40,000
Metro CareRing	Denver	Trustee Initiated Operating Support	2,500
Mile High Youth Corp	Denver	Capital	50,000
Mountain Family Health Center	Glenwood Springs	Capital	50,000
Museum of Contemporary Art	Denver	Capital	25,000
National Arts Strategies	Alexandria, VA	Trustee Initiated Programmatic Support	166,666
National Jewish Health	Denver	Trustee Initiated Programmatic Support	200,000
National MS Society - Colorado/Wyoming Chapter	Denver	Trustee Initiated Operating Support	3,000
National Trust for Historic Preservation	Denver	Capital	75,000
Nature Conservancy	Boulder	Trustee Initiated Operating Support	2,500
North Colorado Medical Center Foundation	Greeley	Capital	100,000
Opera Colorado	Denver	Trustee Initiated Programmatic Support	150,000
Peak Vista Community Health Centers	Colorado Springs	Capital	60,000
Planned Parenthood of the Rocky Mountains	Denver	Capital	125,000
Presidents Leadership Class	Boulder	Trustee Initiated Operating Support	4,000
Public Education and Business Coalition	Denver	Trustee Initiated Programmatic Support	3,250,000
Qualistar Early Learning	Denver	Capital	300,000
Rio Blanco 4H	Meeker	Capital	20,000
Rio Grande Headwaters Land Trust	Del Norte	Trustee Initiated Operating Support	2,500

Boettcher Foundation
Schedule to Form 990 PF
December 31, 2010

Part XV 3b
Grants Approved for Future Payment

Statement 16
EIN 84-0404274

Organization	City	Type of Grant	Payment Amount
Rocky Mountain Biological Laboratory	Crested Butte	Trustee Initiated Operating Support	2,500
Rocky Mountain Deaf School	Golden	Capital	100,000
Rocky Mountain Multiple Sclerosis Center	Englewood	Capital	75,000
Safehouse Progressive Alliance for Nonviolence	Boulder	Capital	75,000
Salvation Army - Intermountain Division	Denver	Capital	300,000
Seniors Resource Center	Denver	Capital	62,500
Sensory Processing Disorder Foundation	Greenwood Village	Trustee Initiated Operating Support	4,500
Sewall Child Development Center	Denver	Capital	200,000
Spanish Peaks Arts Council	La Veta	Capital	10,000
Spellbinders	Woody Creek	Trustee Initiated Operating Support	5,000
St Anne's Episcopal School	Denver	Trustee Initiated Operating Support	2,500
Stanley British Primary School	Denver	Trustee Initiated Operating Support	5,000
Sterling Public Library	Sterling	Capital	25,000
Third Street Center	Carbondale	Capital	40,000
Thrift Shop of Aspen	Aspen	Capital	25,000
Trust for Public Land - Colorado Program	Denver	Trustee Initiated Operating Support	2,500
Trust for Public Land - Colorado Program	Denver	Trustee Initiated Programmatic Support	20,000
University of Colorado	Boulder	Capital	375,000
University of Colorado	Denver	Capital	250,000
University of Colorado Anschutz Medical Campus	Denver	Capital	500,000
University of Colorado Foundation	Denver	Trustee Initiated Operating Support	3,000
University of Colorado Foundation	Denver	Trustee Initiated Programmatic Support	800,000
University of Denver	Denver	Capital	125,000
Veterans of Hope Project	Denver	Trustee Initiated Operating Support	3,000
Volunteers for Outdoor Colorado	Denver	Trustee Initiated Operating Support	2,500
Walking Mountains Science Learning Center	Avon	Capital	25,000
Weld Food Bank	Greeley	Capital	25,000
Wright Opera House	Ouray	Capital	20,000
Young Voices of Colorado	Littleton	Trustee Initiated Operating Support	3,000
Total Grants Approved for Future Payment			**$ 11,976,728**

PART VII-B, Question 5a (3)

During the year, the Foundation provided grants to individuals under the Boettcher Scholarship Program. The Boettcher Scholarship Program has been in existence since 1952 and has received IRS approval.

Form **8868**
(Rev January 2011)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

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

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

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

Type or print

File by the due date for filing your return See instructions

Name of exempt organization
BOETTCHER FOUNDATION

Employer identification number
84-0404274

Number, street, and room or suite no. If a P O. box, see instructions.
600 Seventeenth Street, No. 2210 S

City, town or post office, state, and ZIP code For a foreign address, see instructions
Denver, CO 80202

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Boettcher Foundation
600 17th Street, Suite 2210 South - Denver, CO 80202

Telephone No ▶ 303-534-1937 FAX No ▶ 303-534-1943

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 2011 , to file the exempt organization return for the organization named above. The extension is for the organization's return for

▶ ☒ calendar year 2010 or

▶ ☐ tax year beginning ________________ , and ending ________________

2 If the tax year entered in line 1 is for less than 12 months, check reason. ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 67422.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 72529.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

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

LHA **For Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev. 1-2011)

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01-03-11