



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0052

2011**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements**For calendar year 2011 or tax year beginning****08/01, 2011, and ending****07/31, 2012**

Name of foundation THE JOSEPH HENRY EDMONDSON FOUNDATION		A Employer identification number 84-1090456
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (719) 471-1241
10 LAKE CIRCLE		
City or town, state, and ZIP code COLORADO SPRINGS, CO 80906		
G Check all that apply	☐ Initial return ☐ Final return ☐ Address change	☐ Initial return of a former public charity ☐ Amended return ☐ Name change
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		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 ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 16,830,609.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments	19.	19.			ATCH 1
4 Dividends and interest from securities	458,607.	429,795.			ATCH 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10	204,947.				
b Gross sales price for all assets on line 6a	1,451,566.				
7 Capital gain net income (from Part IV, line 2)		204,947.			
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	663,573.	634,761.			
13 Compensation of officers, directors, trustees, etc.	138,240.				138,240.
14 Other employee salaries and wages	520.				520.
15 Pension plans, employee benefits	8,865.				8,865.
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule) ATCH 3	12,625.				12,625.
c Other professional fees (attach schedule) *	42,734.	40,793.			
17 Interest					
18 Taxes (attach schedule) (see instructions) **	10,955.				
19 Depreciation (attach schedule) and depletion	651.				
20 Occupancy	4,202.				4,202.
21 Travel, conferences, and meetings	12,269.				12,269.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 6	19,671.				19,770.
24 Total operating and administrative expenses. Add lines 13 through 23	250,732.	40,793.			196,491.
25 Contributions, gifts, grants paid	747,900.				747,900.
26 Total expenses and disbursements. Add lines 24 and 25	998,632.	40,793.	0		944,391.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-335,059.				
b Net investment income (if negative, enter -0-)		593,968.			
c Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

*ATCH 4 JSA ** ATCH 5

Form 990-PF (2011)

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		4,050.	7,736.	7,736.
	2	Savings and temporary cash investments		170,045.	167,651.	167,651.
	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 instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule) .	935,450.	935,450.	1,165,803.	
	b	Investments - corporate stock (attach schedule)	2,473,647.	2,314,831.	3,856,750.	
	c	Investments - corporate bonds (attach schedule)	2,883,150.	2,512,887.	2,817,074.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule) ATCH 7	7,239,969.	7,422,448.	8,814,726.	
14		Land, buildings, and equipment basis ▶	14,162.			
		Less accumulated depreciation (attach schedule) ▶	13,293.	1,520.	869.	
15		Other assets (describe ▶ ATCH 8)		10,900.		
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	13,707,831.	13,372,772.	16,830,609.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons .				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds .	13,707,831.	13,372,772.		
	30	Total net assets or fund balances (see instructions)	13,707,831.	13,372,772.		
31	Total liabilities and net assets/fund balances (see instructions)	13,707,831.	13,372,772.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	13,707,831.
2	Enter amount from Part I, line 27a	2	-335,059.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	13,372,772.
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	13,372,772.

Form 990-PF (2011)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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					
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	204,947.	
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 instructions). If (loss), enter -0- in Part I, line 8			3	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	868,174.	16,752,819.	0.051823
2009	720,530.	15,425,335.	0.046711
2008	667,248.	13,511,929.	0.049382
2007	889,612.	18,837,304.	0.047226
2006	873,398.	19,846,222.	0.044008
2 Total of line 1, column (d)			2 0.239150
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 0.047830
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 16,397,889.
5 Multiply line 4 by line 3			5 784,311.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 5,940.
7 Add lines 5 and 6			7 790,251.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 944,391.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see 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 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	5,940.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	5,940.
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	5,940.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	16,840.	
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	16,840.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	10,900.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ☒ 5,940. Refunded ☐	11	4,960.	

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 page 19 of the instructions for definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☒ \$ _____ (2) On foundation managers ☒ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☒ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ☒ CO, _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2011)

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 make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of HEATHER CARROLL Telephone no 719-471-1241 Located at 10 LAKE CIRCLE COLORADO SPRINGS, CO ZIP + 4 80906			
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			
16	At any time during calendar year 2011, 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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country 16	Yes	No	X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years 16		
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)	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 16		
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 2011 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 2011)	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 2011?	4b	X

Form 990-PF (2011)

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 ☒ Nob 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)? ☐ Yes ☒ No

5b

Organizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ 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 ☒ Nob Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

6b

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 ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATTACHMENT 9		138,240.	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 ☐

Form 990-PF (2011)

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 ▶

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 (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

Form 990-PF (2011)

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	16,390,601.
b	Average of monthly cash balances	1b	193,781.
c	Fair market value of all other assets (see instructions)	1c	63,221.
d	Total (add lines 1a, b, and c)	1d	16,647,603.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	16,647,603.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	249,714.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,397,889.
6	Minimum investment return. Enter 5% of line 5	6	819,894.

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	819,894.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	5,940.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	5,940.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	813,954.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	813,954.
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	813,954.

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	944,391.
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	944,391.
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	5,940.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	938,451.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				813,954.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20 09 20 08 20 07				
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010 64,163.				
f Total of lines 3a through e	64,163.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 944,391.				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2011 distributable amount				813,954.
e Remaining amount distributed out of corpus	130,437.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	194,600.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	194,600.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010 64,163.				
e Excess from 2011 130,437.				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a 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 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

ATTACHMENT 10

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

ATTACHMENT 11

c Any submission deadlines

NONE.

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

ATTACHMENT 12

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 <i>Paid during the year</i> SEE ATTACHED DETAIL 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906				747,900.
Total ► 3a				747,900.
b <i>Approved for future payment</i>				
Total ► 3b				

Enter gross amounts unless otherwise indicated

(See worksheet in line 13 instructions to verify calculations)

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) (See instructions)
▼	

[illegible]

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					-54,574.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					259,521.	
TOTAL GAIN (LOSS)							<u>204,947.</u>	

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MONEY MARKET FUNDS	19.	19.
TOTAL	<u>19.</u>	<u>19.</u>

ATTACHMENT 2FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
CORPORATE BONDS	149,077.	140,715.
GOVERNMENT BONDS	20,450.	
STOCKS	289,080.	289,080.
TOTAL	<u>458,607.</u>	<u>429,795.</u>

ATTACHMENT 3FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING/BOOKKEEPING FEES	3,825.			3,825.
AUDIT & TAX PREPARATION FEES	8,800.			8,800.
TOTALS	<u>12,625.</u>			<u>12,625.</u>

ATTACHMENT 4FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
MANAGEMENT FEES	42,734.	40,793.
TOTALS	<u>42,734.</u>	<u>40,793.</u>

ATTACHMENT 5FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
FEDERAL EXCISE TAX	10,955.
TOTALS	<u>10,955.</u>

ATTACHMENT 6FORM 990PF, PART I - OTHER EXPENSES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
DUES AND MEMBERSHIP	2,585.
INSURANCE	8,673.
OFFICE EXPENSE	6,774.
TELEPHONE	1,639.
TOTALS	<u>19,671.</u>

ATTACHMENT 7FORM 990PF, PART II - OTHER INVESTMENTS

<u>DESCRIPTION</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITY MUTUAL FUNDS	7,201,752.	7,361,231.	8,752,374.
ALTERNATIVE INVESTMENTS	38,217.	61,217.	62,352.
TOTALS	<u>7,239,969.</u>	<u>7,422,448.</u>	<u>8,814,726.</u>

FORM 990PF, PART II - OTHER ASSETS

ATTACHMENT 8

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>
EXCISE TAX PREPAID	5,940.
EXCISE TAX RECEIVABLE	4,960.
TOTALS	<u>10,900.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
HEATHER CARROLL 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	EXEC. DIR. 60.00	121,440.	0	0
BRUCE T. BUELL 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	CHAIRMAN 3.00	2,400.	0	0
SHARIE HIGGINS 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	SECRETARY 1.50	2,400.	0	0
CHRISTOPHER DUFF 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	MEMBER 1.00	2,400.	0	0
SEAN DUFF 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	MEMBER 1.50	2,400.	0	0
MARY KANAS 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	MEMBER 1.00	2,400.	0	0

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9 (CONT'D)

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
SUSAN RAMSAY 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	MEMBER 1.00	2,400.	0	0
BEN SPARKS 10 LAKE CIRCLE COLORADO SPRINGS, CO 80906	TREASURER 3.00	2,400.	0	0
GRAND TOTALS		138,240.	0	0

ATTACHMENT 10FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

HEATHER CARROLL
10 LAKE CIRCLE
COLORADO SPRINGS, CO 80906
719-471-1241

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

PLEASE SUBMIT THE FOLLOWING INFORMATION TO THE EDMONDSON FOUNDATION BOARD OF DIRECTORS. NOTE, THE FOUNDATION ALSO ACCEPTS THE COLORADO COMMON GRANT APPLICATION. PROVIDE TWO COPIES OF THE APPLICATION AND ATTACHMENTS.

1. NAME AND ADDRESS OF TAX EXEMPT ORGANIZATION.
2. BRIEF HISTORY OF THE ORGANIZATION, ITS MISSION, PRINCIPAL PROGRAMS, AND ACCOMPLISHMENTS. PLEASE INCLUDE A STAFF BREAKDOWN IN THIS SECTION. IN ADDITION, PROVIDE A BRIEF STATEMENT OF HOW YOU UTILIZE VOLUNTEERS TO ACCOMPLISH YOUR MISSION.
3. A CONCISE STATEMENT OF THE PURPOSE OF THE GRANT REQUEST AND AMOUNT REQUESTED. DESCRIBE PROJECT NEED, SPECIFIC OBJECTIVES, EXPECTED CONTRIBUTIONS TO POPULATION SERVED AND SUCCESS MEASUREMENT CRITERIA. IF A PIKES PEAK UNITED WAY AGENCY OR IF YOUR ORGANIZATION UTILIZES THIS TOOL, PLEASE INCLUDE ALL APPLICABLE LOGIC MODELS.
4. CURRENT ORGANIZATION ANNUAL OPERATING BUDGET, AND THE PROPOSED PROJECT BUDGET FOR TERM OF THE GRANT. IF A CAPITAL PROJECT, PLEASE SUBMIT BID DATE.

ATTACHMENT 12990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

WELFARE OF CHILDREN; THE ILL AND THE ELDERLY; PRESERVATION AND
IMPROVEMENT OF THE ENVIRONMENT; HISTORIC AND FOLK ART MUSEUMS; MEDICAL
RESEARCH; THE UNITED CHURCH OF CHRIST OUTREACH PROGRAMS AND SUCH OTHER
AREAS THAT MEET THE FOUNDATION'S PURPOSE.

<u>Date</u>	<u>Recipient Name</u>	<u>Recipient Address</u>	<u>Status with Man.</u>	<u>Fdtn. Status of Recipient</u>	<u>Purpose of Grant</u>	<u>Grant Amount</u>
1/20/2012	African American Youth Conference	P O Box 15301 Colorado Springs, CO 80935-5301	N/A	501(C)(3)	General Program Support	2,000 00
1/20/2012	Atlas Preparatory School	1602 South Murray Blvd Colorado Springs, CO 80916	N/A	501(C)(3)	School & Community Sports Field	25,000 00
1/20/2012	Cheyenne Village, Inc	6275 Lehman Drive Colorado Springs, CO 80918	N/A	501(C)(3)	Capacity Building	20,000 00
1/20/2012	Colorado Nonprofit Association	455 Sherman Street, Suite 207 Denver, CO 80203-4494	N/A	501(C)(3)	Talent Development Initiative	5,000 00
1/20/2012	Colorado Springs Philharmonic	P O Box 60730 Colorado Springs, CO 80960	N/A	501(C)(3)	General Operating Support	1,000 00
1/20/2012	Community Partnership for Child Development	2330 Robinson Street Colorado Springs, CO 80904	N/A	501(C)(3)	General Operating Support	500 00
1/20/2012	Depression & Bipolar Support Alliance	825 East Pikes Peak Avenue, Suite 301 Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	6,000 00
1/20/2012	Girl Scouts Wagon Wheel Council	3535 Parkmoor Village Drive Colorado Springs, CO 80917-5298	N/A	501(C)(3)	General Operating Support	2,000 00
1/20/2012	Mission Medical Clinic	2125 E LaSalle Street Colorado Springs, CO 80909	N/A	501(C)(3)	General Operating Support	500 00
1/20/2012	National Jewish Medical and Research Center	1400 Jackson Street Denver, CO 80206	N/A	501(C)(3)	General Program Support	2,000 00
1/20/2012	Pikes Peak Community Foundation	P O Box 103 Colorado Springs, CO 80901	N/A	501(C)(3)	Pikes Peak Urban Gardens	1,000 00
1/20/2012	Regis University/TBD COLORADO	Regis University Mail Code B-6 Denver, CO 80221	N/A	501(C)(3)	Program Support	10,000 00
1/20/2012	TLC Pharmacy	3204 North Academy Blvd Suite 300 Colorado Springs, CO 80917	N/A	501(C)(3)	General Operating Support	500 00
1/20/2012	Urban Peak	423 East Cucharas Colorado Springs, CO 80903	N/A	501(C)(3)	Client Emergency Fund	5,000 00
1/20/2012	University of Colorado Foundation	1420 Austin Bluffs Parkway P O Box 7150 Colorado Springs, CO 80933-7150	N/A	501(C)(3)	UCCS Heller Center for the Arts	50,000 00
10/21/2011	Association of Small Foundations	1720 N Street, NW Washington, DC 20036	N/A	501(C)(3)	Capacity Building/Strategic Planning	5,000 00
10/21/2011	Atlas Preparatory School	1602 South Murray Blvd Colorado Springs, CO 80916	N/A	501(C)(3)	Enrichment Program	1,000 00
10/21/2011	Boys & Girls Club of the PP Region	P O Box 15919 Colorado Springs, CO 80935	N/A	501(C)(3)	Youth Development Program	16,000 00

10/21/2011	Business of Arts Center	515 Manitou Avenue, Suite 240C Manitou Springs, CO 80829	N/A	501(C)(3)	General Operating Support	10,000 00
10/21/2011	Catholic Charities Marian House Soup Kitchen	228 North Cascade Ave Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	2,000 00
10/21/2011	Cheyenne Mountain Zoo	4250 Cheyenne Mountain Zoo Road Colorado Springs, CO 80906	N/A	501(C)(3)	Encounter Africa Capital Campaign	27,000 00
10/21/2011	Colorado Cattlemen's Foundation	8833 Ralston Road Arvada, CO, CO 80002	N/A	501(C)(3)	Matching Funds for CCT Fellowship Program	10,000 00
10/21/2011	Colorado College	14 East Cache La Poudre Colorado Springs, CO 80903	N/A	501(C)(3)	Capacity Building	1,000 00
10/21/2011	Colorado Springs Children's Chorale	P O Box 7841 Colorado Springs, CO 80933	N/A	501(C)(3)	General Operating Support	5,000 00
10/21/2011	Early Connections	104 E Rio Grande Colorado Springs, CO 80903	N/A	501(C)(3)	Early Care and Education Program	11,000 00
10/21/2011	Ecumenical Social Ministries	201 North Weber Colorado Springs, CO 80903	N/A	501(C)(3)	Legal Aid Clinic	1,000 00
10/21/2011	Family Life Services	1880 South Cascade Avenue Colorado Springs, CO 80906-2590	N/A	501(C)(3)	General Operating Support	5,000 00
10/21/2011	Franciscan Community Counseling	7665 Assisi Heights Colorado Springs, CO 80919	N/A	501(C)(3)	General Program Support	10,000 00
10/21/2011	Griffith Centers for Children	14142 Denver West Parkway, Suite 225 Lakewood, CO 80401	N/A	501(C)(3)	On-Site Special Education Program	10,000 00
10/21/2011	Homeward Pikes Peak	518 N Nevada Ave Colorado Springs, CO 80907	N/A	501(C)(3)	Homeless Outreach Programs	20,000 00
10/21/2011	Hope & Home	620 Southpointe Court, Suite 185 Colorado Springs, CO 80906	N/A	501(C)(3)	General Operating Support	500.00
10/21/2011	Kennedy Center Imagination Celebration	1515 N Academy Boulevard, Suite 200 Colorado Springs, CO 80909	N/A	501(C)(3)	General Program Support	15,000 00
10/21/2011	KRCC	912 North Weber Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	1,000 00
10/21/2011	Northern Churches Care	4210 Austin Bluffs Parkway Colorado Springs, CO 80918	N/A	501(C)(3)	Legal Aid Clinic	1,000 00
10/21/2011	Peak Vista Community Health Centers	340 Printers Parkway Colorado Springs, CO 80910-3195	N/A	501(C)(3)	Renovate Penrose Community Hospital	27,000 00
10/21/2011	Pikes Peak Community Foundation	P O Box 103 Colorado Springs, CO 80901	N/A	501(C)(3)	Ruth Rouss Law Student Scholarship	10,000 00
10/21/2011	Rocky Mountain Women's Film Festival	421 S Tejon, Suite 333 Colorado Springs, CO 80906	N/A	501(C)(3)	General Program Support	1,000 00
10/21/2011	Year One, Inc /Mile High Youth Corps	1801 Federal Blvd Denver, CO 80204	N/A	501(C)(3)	General Operating Support	10,000 00

10/27/2012	University of Colorado Foundation	1420 Austin Bluffs Parkway P O Box 7150 Colorado Springs, CO 80933-7150	N/A	501(C)(3)	University of Colorado Aging Center	25,000 00
12/09/2011	The Nature Conservancy	2424 Spruce Street Boulder, CO 80302	N/A	501(C)(3)	Peak to Prairie Initiative	25,000 00
12/8/2011	Care & Share	2520 Aviation Way, Suite 130 Colorado Springs, CO 80916	N/A	501(C)(3)	Christmas Grant	5,000 00
12/8/2011	Catholic Charities Marian House Soup Kitchen	228 North Cascade Ave Colorado Springs, CO 80903	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Centro de la Familia	802 South Nevada Colorado Springs, CO 80903	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Community Partnership for Child Development	2330 Robinson Street Colorado Springs, CO 80904	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Early Connections	104 E Rio Grande Colorado Springs, CO 80903	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Empty Stocking Fund	P O Box 400 Colorado Springs, CO 80901	N/A	501(C)(3)	Christmas Grant	3,000 00
12/8/2011	Ithaka Land Trust	424 W Kiowa Street, Unit B Colorado Springs, CO 80905	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Pikes Peak Community Action Agency	P O Box 2468 Colorado Springs, CO 80901	N/A	501(C)(3)	Christmas Grant	3,000 00
12/8/2011	Prison Fellowship Ministries	P O Box 1038 Wheat Ridge, CO 80034-1038	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Salvation Army	910 Yuma Colorado Springs, CO 80909	N/A	501(C)(3)	Christmas Grant	4,500 00
12/8/2011	Silver Key	2250 Bott Avenue Colorado Springs, CO 80904	N/A	501(C)(3)	Christmas Grant	3,000 00
12/8/2011	Southern Colorado Aids Project	1301 South Eighth Street Colorado Springs, CO 80906	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	Springs Rescue Mission	5 West Las Vegas P O Box 2108 Colorado Springs, CO 80901	N/A	501(C)(3)	Christmas Grant	1,000 00
12/8/2011	TESSA	435 Gold Pass Heights Colorado Springs, CO 80906	N/A	501(C)(3)	Christmas Grant	1,500 00
12/8/2011	Urban Peak	423 East Cucharas Colorado Springs, CO 80903	N/A	501(C)(3)	Christmas Grant	1,000 00
4/27/2012	American Heart Association	10900-B Stonelake, Suite 320 Austin, TX 78759	N/A	501(C)(3)	Program Support/Colorado Springs	100 00
4/27/2012	CASA	701 South Cascade Avenue Colorado Springs, CO 80903	N/A	501(C)(3)	Dependency and Neglect Program	15,000 00
4/27/2012	Catamount Institute	740 W Caramillo St Colorado Springs, CO 80907	N/A	501(C)(3)	Young Environmental Stewards (YES)	10,000 00
4/27/2012	Colorado Mission of Mercy	3690 Yosemite, Suite 100 Denver, CO 80237	N/A	501(C)(3)	2012 Pueblo Dental Clinic	12,000 00

4/27/2012	Colorado Springs World Arena	10 Lake Avenue Colorado Springs, CO 80906	N/A	501(C)(3)	Military Day at the Circus	2,000 00
4/27/2012	Energy Resource Center	5920 Paonia Court Colorado Springs, CO 80915	N/A	501(C)(3)	General Operating Support	20,000 00
4/27/2012	History Colorado Center	1200 Broadway Denver, CO 80203	N/A	501(C)(3)	General Operating Support	2,000 00
4/27/2012	Kids on Bikes	600 S 21st Street, Suite 100 Colorado Springs, CO 80904	N/A	501(C)(3)	General Operating Support	5,000 00
4/27/2012	Mile High Squash	P O Box 40160 Denver, CO 80204	N/A	501(C)(3)	General Program Support	1,000 00
4/27/2012	Mission Medical Clinic	2125 E LaSalle Street Colorado Springs, CO 80909	N/A	501(C)(3)	General Operating Support	25,000 00
4/27/2012	Palmer Land Trust	P O Box 1281 Colorado Springs, CO 80901	N/A	501(C)(3)	General Program Support	1,000 00
4/27/2012	Phoenix Multisport	4645 North Broadway, Unit C4 Boulder, CO 80304	N/A	501(C)(3)	Sports Equipment Needs for Colorado Springs Program	3,000 00
4/27/2012	Pikes Peak Community Foundation	730 North Nevada Ave Colorado Springs, CO 80903	N/A	501(C)(3)	Pikes Peak Urban Gardens	1,000 00
4/27/2012	Pikes Peak Golf Links	103 East Cheyenne Road Colorado Springs, CO 80906	N/A	501(C)(3)	General Program Support	1,000 00
4/27/2012	S E T	825 E Pikes Peak Ave Colorado Springs, CO 80903	N/A	501(C)(3)	Family Medical Clinics General Operating Support	15,000 00
4/27/2012	Teen Court Colorado Springs	P O Box 2169 Colorado Springs, CO 80901	N/A	501(C)(3)	General Operating Support	10,000 00
4/27/2012	University of Colorado Foundation	1420 Austin Bluffs Parkway P O Box 7150 Colorado Springs, CO 80933-7150	N/A	501(C)(3)	UCCS Chancellor's Leadership Class	14,000 00
4/27/2012	Women's Resource Agency	2220 E Bijou Street Suite 2E Colorado Springs, CO 80909	N/A	501(C)(3)	Youth Programs	15,000 00
7/20/2012	Association of Small Foundations	1720 N Street, NW Washington, DC 20036	N/A	501(C)(3)	National Conference Support	2,500 00
7/20/2012	Big Brothers Big Sisters	111 S Tejon Street Colorado Springs, CO 80903	N/A	501(C)(3)	Student Success Initiative	20,000 00
7/20/2012	Brain Injury Alliance of Colorado	CO	N/A	501(C)(3)	Pikes Peak Challenge	500 00
7/20/2012	Center for Nonprofit Excellence	2 North Cascade Avenue, Suite 110 Colorado Springs, CO 80903	N/A	501(C)(3)	2012 Partners in Philanthropy	1,200 00
7/20/2012	Centro de la Familia	802 South Nevada Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	15,000 00
7/20/2012	Friends of the Colorado Springs Pioneers Museum	215 South Tejon Street Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	500 00
7/20/2012	Griffith Centers for Children	14142 Denver West Parkway, Suite 225 Lakewood, CO 80401	N/A	501(C)(3)	Pikes Peak Challenge/General Operating for Chins Up	500 00

7/20/2012	Humane Society of the Pikes Peak Region	633 South 8th Street Colorado Springs, CO 80905	N/A	501(C)(3)	General Program Support	7,500 00
7/20/2012	KCME	1921 North Weber Colorado Springs, CO 80907	N/A	501(C)(3)	General Operating Support	650 00
7/20/2012	Kidpower	627 North Weber, Suite 6 Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	5,000 00
7/20/2012	Mission Medical Clinic	2125 E LaSalle Street Colorado Springs, CO 80909	N/A	501(C)(3)	General Operating Support	500 00
7/20/2012	Mountain Artists	524 Maroon Lake Circle Divide, CO 80814	N/A	501(C)(3)	Summer Program Support	500 00
7/20/2012	Peak Education	730 N Nevada Ave Colorado Springs, CO 80903	N/A	501(C)(3)	General Operating Support	5,000 00
7/20/2012	Pikes Peak Community Foundation	730 North Nevada Ave Colorado Springs, CO 80903	N/A	501(C)(3)	Sheer Audacity Fund	500 00
7/20/2012	Pikes Peak Community Foundation	730 North Nevada Ave Colorado Springs, CO 80903	N/A	501(C)(3)	Ruth Rouss Law Student Scholarship	10,000 00
7/20/2012	Pikes Peak Hospice	825 Pikes Peak Avenue, Suite 600 Colorado Springs, CO 80907	N/A	501(C)(3)	We Care Capital Campaign	50,000 00
7/20/2012	Pikes Peak Pro Bono Project, Inc	P O Box 429 (mailing) 524 North Tejon St. (physical) Colorado Springs, CO 80901 (m) 80903 (p)	N/A	501(C)(3)	Marian House Legal Aid Clinic & Silver Key Clinic	7,000 00
7/20/2012	Prison Fellowship Ministries	P O Box 1038 Wheat Ridge, CO 80034-1038	N/A	501(C)(3)	Southern Colorado Program Support	1,000 00
7/20/2012	Restore Innocence	PO Box 50495 Colorado Springs, CO 80949	N/A	501(C)(3)	Colorado Springs Program Support	1,000 00
7/20/2012	Second Wind Fund	PO Box 260795 Lakewood, CO	N/A	501(C)(3)	Colorado Springs Program Support	2,000 00
7/20/2012	Sheppard Art Institute	4476 Seton Hall Road Colorado Springs, CO 80918	N/A	501(C)(3)	General Operating Support	1,000 00
7/20/2012	The Denver Foundation	55 Madison Street, 8th Floor Denver, CO 80206	N/A	501(C)(3)	TBD Colorado Program Support	750 00
7/20/2012	TLC Pharmacy	3204 North Academy Blvd Suite 300 Colorado Springs, CO 80917	N/A	501(C)(3)	General Operating Support	500 00
7/20/2012	Tri-County Community Parish Office	2021 West Pikes Peak Avenue Colorado Springs, CO 80904	N/A	501(C)(3)	General Program Support	1,000 00
7/20/2012	Trinity Lutheran Church	4225 West Yale Avenue Denver, CO 80219	N/A	501(C)(3)	Earl Child Learning Center	1,500 00
7/20/2012	Trust for Public Land of Colorado	1410 Grant, C306 Denver, CO 80203	N/A	501(C)(3)	General Operating Support	20,000 00
7/20/2012	TWOCOR Projects	4785 Granby Circle Colorado Springs, CO 80919	N/A	501(C)(3)	General Operating Support	25,000 00
7/20/2012	CU Foundation	1420 Austin Bluffs Parkway Colorado Springs, CO 80918	N/A	501(C)(3)	UCCS Galleries of Contemporary Art	3,000 00

**SCHEDULE D.
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2011

Name of estate or trust

THE JOSEPH HENRY EDMONDSON FOUNDATION

Employer identification number

84-1090456

Note: Form 5227 filers need to complete **only** Parts I and II

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		-54,574.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet	4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back ►	5 -54,574.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 2		259,521.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8
9 Capital gain distributions	9
10 Gain from Form 4797, Part I	10
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet	11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back ►	12 259,521.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

Part III Summary of Parts I and II		(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part				
13	Net short-term gain or (loss)	13		-54,574.
14	Net long-term gain or (loss):			
a	Total for year	14a		259,521.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a ▶	15		204,947.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of a The loss on line 15, column (3) or b \$3,000	16	()
-----------	---	-----------	-----

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

- Either line 14b, col (2) or line 14c, col (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col (2) or line 14c, col (2) is more than zero.

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20	Add lines 18 and 19	20		
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0- ▶	21		
22	Subtract line 21 from line 20. If zero or less, enter -0-	22		
23	Subtract line 22 from line 17. If zero or less, enter -0-	23		
24	Enter the smaller of the amount on line 17 or \$2,300	24		
25	Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26, go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23.	25		
26	Subtract line 25 from line 24	26		
27	Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30; go to line 31. ☐ No. Enter the smaller of line 17 or line 22	27		
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29	Subtract line 28 from line 27	29		
30	Multiply line 29 by 15% (15)	30		
31	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31		
32	Add lines 30 and 31	32		
33	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33		
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34		

Schedule D (Form 1041) 2011

FEDERAL CAPITAL GAIN DIVIDENDSATTACHMENT 1SHORT-TERM CAPITAL GAIN DIVIDENDS

VARIOUS ST INVESTMENTS

-54,574.

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS

-54,574.ATTACHMENT 2LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

VARIOUS LT INVESTMENTS

259,521.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

259,521.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

259,521.

Edmondson Foundation
Realized Gains
7/31/2012

Date	Name	Amount	Sale Price	Cost	
Sales-Long Term Capital Losses					
Schwab # 9129					
3/1/2012	Disney Walt Co	(7,941)	150,000	157,941	
3/1/2012	Natl Rural Util	(330)	33,000	33,330	
2/15/2012	Gen Elec Cap	(10,168)	100,000	110,168	
10/27/2011	Merrill Lynch	(880)	50,775	51,655	
Total Sales-Long Term Capital Losses		(19,319)	1	333,775	2 353,094 3
Sales-Long Term Capital Losses					
Schwab # 3747					
		(421)			
Total Sales-Long Term Capital Losses		(421)	1	-	2 - 3
Sales-Long Term Capital Gains					
Schwab # 3747					
7/24/2012	Vanguard REIT VNQ	89,424	145,427	56,003	
1/23/2012	Vanguard REIT VNQ	20,682	104,671	83,990	
1/23/2012	Vanguard Total Stock VTI	9,467	150,912	141,445	
Total Sales-Long Term Capital Gains		119,574	1	401,011	2 281,437 3
Sales-Long Term Capital Gains					
Schwab # 9129					
4/20/2012	Google Inc Class A	23,289	144,999	121,710	
1/23/2012	Google Inc Class A	3,931	29,287	25,356	
1/23/2012	Nestle S A Reg B	11,789	28,601	16,812	
1/23/2012	YUM Brands INC	10,668	24,839	14,172	
12/7/2011	Colgate Palmolive	10,223	24,900	14,677	
12/7/2011	MC Donalds Corp	29,087	38,278	9,191	
12/7/2011	YUM Brands INC	7,705	20,105	12,400	
10/24/2011	Natl Rural Util	135	9,225	9,090	
8/12/2011	Target Corporation	62,646	164,465	101,819	
8/19/2012	Natl Rural Util	215	8,295	8,080	
Total Sales-Long Term Capital Gains		159,687	1	492,994	2 333,307 3
Total Net Long-Term Capital Gains		259,521	sum 1's	1,227,780	sum 2's 967,838 sum 3's
Sales-Short Term Capital Gains					
Schwab # 3747					
07/24/2012	VANGUARD REIT VNQ	250	11,625	11,376	
01/23/2012	VANGUARD REIT VNQ	2,323	38,982	36,660	
01/23/2012	VANGUARD Total Stock MKT VTI	404	9,015	8,612	
Total Sales-Short Term Capital Gains		2,976	4	59,623	5 56,647 6
Sales-Short Term Capital Gains					
Schwab # 9129					
Total Sales-Short Term Capital Gains		-	4	-	5 - 6
Sales-Short Term Capital Loss					
Schwab # 3747					
7/24/2012	VANGUARD REIT VNQ	(77)	13,017	13,094	
Total Sales-Short Term Capital Loss		(77)	4	13,017	5 13,094 6
Sales-Short Term Capital Loss					
Schwab # 9129					
10/13/2011	Hewlett-Packard Company	(57,473)	94,680	152,153	
Total Sales-Short Term Capital Loss		(57,473)	4	94,680	5 152,153 6
Total Net Sales-Short Term Capital Gains		(54,574)	sum 4's	167,321	sum 5's 221,895 sum 6's
Total Net Sales		204,947			