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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

2012

Open to Public Inspection

For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation
The Hugh & Michelle Harvey Family Foundation

A Employer identification number
26-3640406

Number and street (or P O box number if mail is not delivered to street address)
1600 Stout Street No 1800

Room/suite

B Telephone number (see instructions)
(303) 866-0200

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

C If exemption application is pending, check here ☐

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

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)* ▶$ 29,377,039

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) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	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.	1,140,327	1,114,270		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	481,305			
	b	Gross sales price for all assets on line 6a 21,713,056				
	7	Capital gain net income (from Part IV, line 2) . . .		10,550,253		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	3,930	3,930		
	12	**Total.** Add lines 1 through 11	1,625,562	11,668,453		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule).	242	0		0
	b	Accounting fees (attach schedule).	25,044	0		0
	c	Other professional fees (attach schedule)	73,200	2,160		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	129,000	0		0
	19	Depreciation (attach schedule) and depletion . . .	2,000	0		
	20	Occupancy	4,200	0		0
	21	Travel, conferences, and meetings	7,917	0		0
	22	Printing and publications				
	23	Other expenses (attach schedule).	86,133	79,475		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	327,736	81,635		0
	25	Contributions, gifts, grants paid.	12,280,595			12,280,595
	26	**Total expenses and disbursements.** Add lines 24 and 25	12,608,331	81,635		12,280,595
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-10,982,769			
	b	**Net investment income** (if negative, enter -0-)		11,586,818		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	16,264	70,390	70,390
	2	Savings and temporary cash investments	2,772,397	3,952,318	3,952,318
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)	6,589,672	11,277,380	11,277,380
	b	Investments—corporate stock (attach schedule)	10,975,162	989,495	989,495
	c	Investments—corporate bonds (attach schedule)	18,288,568	12,286,818	12,286,818
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	255,504	595,799	595,799
	14	Land, buildings, and equipment basis ▶ 6,000 Less accumulated depreciation (attach schedule) ▶ 6,000	833	0	0
	15	Other assets (describe ▶)	227,144	204,839	204,839
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	39,125,544	29,377,039	29,377,039
Liabilities	17	Accounts payable and accrued expenses	1,405	29,417	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	1,405	29,417	
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	39,124,139	29,347,622	
	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			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	39,124,139	29,347,622	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	39,125,544	29,377,039	

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	39,124,139
2	Enter amount from Part I, line 27a	2	-10,982,769
3	Other increases not included in line 2 (itemize) ▶	3	1,206,252
4	Add lines 1, 2, and 3	4	29,347,622
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	29,347,622

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	10,550,253
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	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	563,734	28,153,897	0 020023
2010	252,722	27,757,081	0 009105
2009	9,777,915	28,189,936	0 346858
2008	0	21,116,752	0 000000
2007			

2	**Total** of line 1, column (d).	2	0 375986
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 093997
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	31,435,652
5	Multiply line 4 by line 3.	5	2,954,857
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	115,868
7	Add lines 5 and 6.	7	3,070,725
8	Enter qualifying distributions from Part XII, line 4.	8	12,280,595

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 page 18 of the 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	115,868
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	115,868
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	115,868
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	129,873		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	12,882		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	142,755
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	26,887
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 26,887		**Refunded** ▶	11	0

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		No
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)?	1b		No
	*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		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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	Yes	
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	Yes	
8a	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*	8b	Yes	
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10	Yes	

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶Ondrish Associates PC Telephone no ▶(303) 298-7262

Located at ▶1600 Stout Street Suite 1800 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 |

			Yes	No
16	At any time during calendar year 2012, 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		No

See 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

	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 page 20 of the instructions)?	1b		
	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 2012?	1c		No
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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see 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 ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2012 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 2012.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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 2012?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
Michelle M Harvey 1600 Stout Street Suite 1800 Denver, CO 80202	President, Director 1 00	0	0	0
Hugh E Harvey Jr 1600 Stout Street Suite 1800 Denver, CO 80202	Secretary, Treasurer, Dire 1 00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶	0

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Peter Konrad 2965 Akron Court Denver, CO 80238	Non-Profit Consulting	72,000
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	
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	
2	
All other program-related investments See page 24 of the 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	26,443,671
b	Average of monthly cash balances	1b	5,470,697
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	31,914,368
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	31,914,368
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	478,716
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	31,435,652
6	**Minimum investment return.** Enter 5% of line 5	6	1,571,783

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	1,571,783
2a	Tax on investment income for 2012 from Part VI, line 5 — 2a: 115,868		
b	Income tax for 2012 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	115,868
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,455,915
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	1,455,915
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	1,455,915

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	12,280,595
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	12,280,595
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	115,868
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	12,164,727

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,455,915
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009. 6,277,638				
d From 2010.				
e From 2011.				
f **Total** of lines 3a through e.	6,277,638			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 12,280,595				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				1,455,915
e Remaining amount distributed out of corpus	10,824,680			
5 Excess distributions carryover applied to 2012 *(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	17,102,318			
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 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	17,102,318			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . . 6,277,638				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . . 10,824,680				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	
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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

See Additional Data Table

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

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 or e-mail of the person to whom applications should be addressed

Peter Konrad
2965 Akron Court
Denver, CO 80238
(303) 993-5385

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

Applications should be submitted in writing to the foundation's mailing address Applications should include requestor's name, the amount requested, all contact information, and any other information the requestor believes is warranted

c Any submission deadlines

There are no submission deadlines

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

There are no restrictions or limitations on awards

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 Additional Data Table				
Total . . . . ▶ **3a**				12,280,595
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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 (See instructions)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	1,140,327	
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			18	3,930	
8 Gain or (loss) from sales of assets other than inventory			18	481,305	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		1,625,562	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,625,562

(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) (See instructions)

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)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

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

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

******	2013-11-14	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
Frank J Ondrish	Frank J Ondrish	2013-11-12		P00650578

Firm's name	Ondrish & Associates PC	Firm's EIN 84-1220209
Firm's address	1600 Stout St Ste 1800 Denver, CO 80202	Phone no (303) 298-7262

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
100000 units 527288BC7-LEUCADIA NATIONAL CO		2011-01-28	2012-05-30
100000 units 382550AZ4-GOODYEAR TIRE & RUBB		2011-10-28	2012-03-29
53000 units 053773AE7-AVIS BUDGET CAR RENT		2010-04-19	2012-05-15
31000 units 12543DAF-COMMUNITY HEALTH SYS		2010-11-19	2012-03-23
100000 units 85899ADU3-STEEL DYNAMICS INC 7		2011-10-05	2012-01-25
15731 814 units -JPM STR Inc Op FD		2010-01-01	2012-02-10
427445 532 units -JPM STR Inc Op FD		2010-01-01	2011-01-01
2538 619 units -JPM High Yield		2012-01-01	2012-02-10
1663 473 units -JPM High Yield		2011-06-01	2012-05-31
36996 321 units -JPM High Yield		2011-01-01	2012-05-31
150,000 Shares Triborough Brdg & Tunl Auth		2010-12-13	2012-01-03
1,000,000 Shares Federal Home Loan Bank Discount		2011-07-29	2012-01-20
150,000 Shares Boeing Capital Corp		2009-01-21	2012-02-15
370,000 Shares SBC Communications		2009-01-29	2012-03-30
250,000 Shares AT &T Corp SR Uns		2012-02-07	2012-06-29
29,000 Shares CHS/Community Health Sys		2012-03-26	2012-08-17
180,000 Shares European Bank For Recon		2010-12-01	2012-09-10
100,000 Shares Bank of Amer CRP		2011-04-28	2012-09-11
215,000 Shares Bank of NY Mello Ser		2009-02-26	2012-11-01
215,000 Shares BB&T Corporation		2009-03-24	2012-10-01
165,000 Shares Chevron Corp Sr		2009-05-05	2012-12-28
6,500 Shares Citigroup Capital XIII Trust		2011-03-30	2012-12-14
180,000 Shares Comerica Bnk Mtn		2009-07-28	2012-05-22
370,000 Shares General Electric Capital Corp		2009-02-10	2012-06-15
330,000 Shares HSBC Finance Corp		2009-01-21	2012-05-15
220,000 Shares Merrill Lynch Ser C Mtn		2009-01-07	2012-08-15
100,000 Shares Minnesota G O State Bds		2011-04-11	2012-08-01
100,000 Shares Pittsburgh PA Wtr & Swr		2011-04-14	2012-06-01
280000 units 949746NW7-Wells Fargo Co 5 25%		2009-02-04	2012-10-23
101,039 Shares IPI		2008-04-21	2012-02-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
339,961 Shares IPI		2008-04-21	2012-02-24
5000 units 20613EBB1-Concord Calif JT Pwr		2012-04-09	2012-08-01
5000 units 236482AC9-Danville Calif Fing		2011-05-25	2012-08-01
25000 units 283331AC0-El Monte Calif Pub F		2011-08-19	2012-10-02
70000 units 283331AC0-El Monte Calif Pub F		2011-06-06	2012-10-02
5000 units 283331AC0-El Monte Calif Pub F		2011-06-06	2012-02-01
70000 units 30421VAZ2-Fairfield Calf Pensi		2012-03-26	2012-08-06
40000 units 30421VAZ2-Fairfield Calf Pensi		2012-04-19	2012-08-06
50000 units 30421VAZ2-Fairfield Calf Pensi		2012-06-26	2012-08-06
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
103,563		103,740	-177
109,137		106,467	2,670
53,000		54,272	-1,272
31,543		32,085	-542
101,667		100,000	1,667
181,545		182,098	-553
4,932,721		5,006,768	-74,047
29,296		28,837	459
12,909		13,873	-964
287,091		306,400	-19,309
150,000		156,952	-6,952
1,000,000		1,000,000	0
150,000		158,730	-8,730
377,544		388,907	-11,363
270,210		268,978	1,232
29,644		30,885	-1,241
87,749		101,880	-14,131
100,000		100,000	0
140,000		142,436	-2,436
215,000		207,002	7,998
171,765		169,835	1,930
180,909		178,902	2,007
180,000		162,234	17,766
370,000		378,843	-8,843
330,000		332,343	-2,343
220,000		223,806	-3,806
100,000		100,000	0
100,000		100,000	0
280,000		282,268	-2,268
2,537,306		104,070	2,433,236

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
8,583,181		350,160	8,233,021
5,000		5,530	-530
5,000		5,046	-46
26,219		25,753	466
73,408		71,980	1,428
5,000		5,153	-153
78,599		75,714	2,885
44,914		42,957	1,957
56,137		57,899	-1,762
2,999			2,999

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			-177
			2,670
			-1,272
			-542
			1,667
			-553
			-74,047
			459
			-964
			-19,309
			-6,952
			0
			-8,730
			-11,363
			1,232
			-1,241
			-14,131
			0
			-2,436
			7,998
			1,930
			2,007
			17,766
			-8,843
			-2,343
			-3,806
			0
			0
			-2,268
			2,433,236

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			8,233,021
			-530
			-46
			466
			1,428
			-153
			2,885
			1,957
			-1,762
			2,999

Form 990PF Part XV Line 1a - 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).

Mıchelle M Harvey
Hugh E Harvey Jr

Form 990PF Part XV Line 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*				
Alliance for Health Equity PMB 127 15400 W 64th Ave 9E Arvada, CO 80007	N/A	Other Public Charity	Charitable Contribution	5,000
Africaid 1444 Wazee Street Suite 135 Denver, CO 80202	N/A	Other Public Charity	Charitable Contribution	10,000
CASA of Jefferson & Giplin 100 Jefferson County Pkwy 204 Golden, CO 80401	N/A	Other Public Charity	Charitable Contribution	100,000
Colorado CASA 1490 Lafayette Suite 270 Denver, CO 80218	N/A	Other Public Charity	Charitable Contribution	10,000
Colorado School of Mines 1500 Illinois Street Denver, CO 80401	N/A	Other Public Charity	Charitable Contribution	11,120,487
Colorado Mining Association Education Foundation 216 16th Street Suite 1250 Denver, CO 80202	N/A	Other Public Charity	Charitable Contribution	5,000
Colorado Uplift 3914 King Street Denver, CO 80211	N/A	Other Public Charity	Charitable Contribution	100,000
Denver Scholarship Fund 303 E 17th Ave Suite 200 Denver, CO 80203	N/A	Other Public Charity	Charitable Contribution	100,000
Denver Museum of Nature & Science 2001 Colorado Blvd Denver, CO 80205	N/A	Other Public Charity	Charitable Contribution	35,000
Denver School of Science & Tech 2000 Valentia St Denver, CO 80238	N/A	Other Public Charity	Charitable Contribution	150,000
Friends of Dinosaur Ridge 3401 Quebec Suite 7200 Denver, CO 80207	N/A	Other Public Charity	Charitable Contribution	370,000
Friendship Bridge 405 Urban Street Suite 140 Lakewood, CO 80228	N/A	Other Public Charity	Charitable Contribution	26,000
Friends First Inc PO Box 270302 Littleton, CO 80127	N/A	Other Public Charity	Charitable Contribution	6,500
Good Seed Garden 745 Sebree Place Carbondale, CO 81623	N/A	Other Public Charity	Charitable Contribution	10,000
Historic Wendover Airfield 345 S Airport Apron Wendover, UT 84083	N/A	Other Public Charity	Charitable Contribution	12,048

Form 990PF Part XV Line 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*				
Open World Learning 360 Acoma Suite 102 Denver, CO 80223	N/A	Other Public Charity	Charitable Contribution	47,760
Peruvian Hearts 24918 Genesee Trail Road Golden, CO 80401	N/A	Other Public Charity	Charitable Contribution	12,800
SME Foundation 1 SME Drive Dearborn, MI 48121	N/A	Other Public Charity	Charitable Contribution	5,000
Starfish One by One 33424 Deep Forest Road Evergreen, CO 80439	N/A	Other Public Charity	Charitable Contribution	20,000
Teach for America 1391 Speer Boulevard Suite 710 Denver, CO 80204	N/A	Other Public Charity	Charitable Contribution	125,000
The Phoebe Heart Museum of Anthropology 103 Kroeber Berkley, CA 94720	N/A	Other Public Charity	Charitable Contribution	10,000
Total . . . . ▶ **3a**				12,280,595

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Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

▶ See separate instructions. ▶ Attach to your tax return.

OMB No 1545-0172

2012

Attachment Sequence No **179**

Name(s) shown on return	Business or activity to which this form relates	Identifying number
The Hugh & Michelle Harvey Family Foundation	Form 990-PF Page 1	26-3640406

Part I **Election To Expense Certain Property Under Section 179**
Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	500,000
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	2,000,000
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
6			

7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2011 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instructions)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2013 Add lines 9 and 10, less line 12 ▶	13	

Note: *Do not use Part II or Part III below for listed property. Instead, use Part V.*

Part II **Special Depreciation Allowance and Other Depreciation (Do not** include listed property **)** (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III **MACRS Depreciation (Do not** include listed property.**)** (See instructions.)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2012	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ ☐		

Section B—Assets Placed in Service During 2012 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only—see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27 5 yrs	MM	S/L	
			27 5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C—Assets Placed in Service During 2012 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV **Summary** (see instructions)

21	Listed property Enter amount from line 28	21	
22	**Total.** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations—see instructions	22	0
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V **Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)
Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A—Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.***)**

24a Do you have evidence to support the business/investment use claimed? Yes No | **24b** If "Yes," is the evidence written? Yes No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation/ deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions)						25		
26 Property used more than 50% in a qualified business use								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use								
		%				S/L -		
		%				S/L -		
		%				S/L -		

28 Add amounts in column (h), lines 25 through 27 Enter here and on line 21, page 1 . . . **28**

29 Add amounts in column (i), line 26 Enter here and on line 7, page 1 . . . . **29**

Section B—Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person
If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . .												
31 Total commuting miles driven during the year .												
32 Total other personal(noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
	Yes	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**	**Yes**	**No**
34 Was the vehicle available for personal use during off-duty hours?												
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use? .												

Section C—Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions)

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions)		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles

Part VI **Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2012 tax year (see instructions)					

43 Amortization of costs that began before your 2012 tax year **43** 833

44 Total. Add amounts in column (f) See the instructions for where to report **44** 833

TY 2012 Accounting Fees Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting & Tax	25,044	0		0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2012 Amortization Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Description of Amortized Expenses	Date Acquired, Completed, or Expended	Amount Amortized	Deduction for Prior Years	Amortization Method	Current Year Amortization	Net Investment Income	Adjusted Net Income	Total Amount of Amortization
Software	2009-06-01	6,000	5,167	36 000000000000	833	0		6,000

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TY 2012 Investments Corporate Bonds Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Wells Fargo & Company	114,750	114,750
JPMorgan Strategic Income	519,785	519,785
JPMorgan High Yield Bond Fund	2,158,849	2,158,849
Amsouth BK N A Birmingham	100,875	100,875
Case New Holland Inc	208,000	208,000
Ford Motor Credit Co	209,020	209,020
Avis Budget Car Rental	0	0
Macys Retain Hldgs Inc	107,240	107,240
Echostar DBS Corp	107,500	107,500
Community Health Systems	0	0
Sprint Nextel Corp	217,500	217,500
American Axle & MFG Inc	207,000	207,000
JPMorgan Chase & Co	113,301	113,301
Bank of America Corp	110,608	110,608
European Bank Recon & Dev	0	0
Goodyear Tire & Rubber	0	0
Leucadia National Corp	0	0
Capital One Capital	100,000	100,000
PNC Financial Services	141,968	141,968
Steel Dynamics Inc	0	0
Allstate LF GLB FN Trst	142,318	142,318
Amer Express Credit Co	152,709	152,709
Bank of New York Mellon	0	0
General Electric Capital Corp	0	0
Principal Life Inc FDG	284,007	284,007
Nucor Corp	182,777	182,777
Ace Ina Holdings	188,947	188,947
Bank of America Corp	0	0
Baxter International Inc	103,867	103,867
BB&T Corp	0	0

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Berkshire Hathaway Fin	216,518	216,518
Boeing Capital Corp	0	0
Chevron Corp	0	0
CME Group Inc	121,446	121,446
Coca Cola Enterprises	194,306	194,306
Comerica Bank	0	0
Dell Inc	115,947	115,947
Duke Energy Carolinas	188,051	188,051
E.I. Dupont DE Nemours	185,120	185,120
Electronic Data Systems	220,414	220,414
EOG Resources Inc	181,446	181,446
General Elec Cap Corp	660,643	660,643
Georgia Power Company	187,985	187,985
Goldman Sachs Group Inc	632,306	632,306
Honeywell International	186,856	186,856
Household Finance Corp	0	0
Merril Lynch & Co	0	0
Oracle Corp	219,062	219,062
Paccar Inc	160,281	160,281
Praxair Inc	157,088	157,088
SBC Communications Inc	0	0
Southern Calif Gas Co	190,638	190,638
State Street Corp	189,715	189,715
Travelers Cos Inc	218,047	218,047
Wachovia Corporation	298,575	298,575
Wells Fargo Company	0	0
Kimberly Clark Corp	188,096	188,096
BHP Billion Fin USA Ltd	159,329	159,329
BP Capital Markets PLC	187,263	187,263
Diageo Capital PLC	180,716	180,716

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Shell International Fin	187,677	187,677
Bank of Amer Crp Ser L Sr Uns	253,410	253,410
Hewlett-Pack Co Sr Uns Global	262,805	262,805
Metlife Inc Sr Uns Global	520,325	520,325
Veolia Environnement	351,732	351,732

TY 2012 Investments Corporate Stock Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Barclays Bank	100,000	100,000
Citigroup Capital	0	0
Countrywide Capital IV	178,704	178,704
Credit Suisse Guernsey	101,480	101,480
DB Cont Cap Trust III	107,760	107,760
GMAC Capital Trust 1	291,951	291,951
HSBC Holdings PLC	101,480	101,480
Partnerre LDT	108,120	108,120
Intrepid Potash Inc	0	0

TY 2012 Investments Government Obligations Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

US Government Securities - End of Year Book Value: 1,774,466

US Government Securities - End of Year Fair Market Value: 1,774,466

State & Local Government Securities - End of Year Book Value: 9,502,914

State & Local Government Securities - End of Year Fair Market Value: 9,502,914

TY 2012 Investments - Other Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Morgan Stanley Real Estate Fund VII Offshore Investors Global LP	FMV	595,799	595,799

TY 2012 Land, Etc. Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Software	6,000	6,000	0	

TY 2012 Legal Fees Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal Fees	242	0		0

TY 2012 Other Assets Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Interest Receivable	227,144	200,424	200,424
Prepaid Expense		3,520	3,520
Other		895	895

TY 2012 Other Expenses Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage and Supplies	422	0		0
Meals and Entertainment	1,256	0		0
Bank Charges	41	0		0
Commissions and Other Investment Fees	79,475	79,475		0
Business Registration	4,106	0		0
Amortization	833	0		0

TY 2012 Other Income Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Cash Receipts	3,930	3,930	3,930

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TY 2012 Other Increases Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Description	Amount
Unrealized Gain/Loss	1,206,251
Other	1

TY 2012 Other Professional Fees Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other Professional Fees	73,200	2,160		0

TY 2012 Substantial Contributors Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Name	Address
Hugh E Harvey Jr	1600 Stout Street Suite 1800 Denver, CO 80202
Michelle M Harvey	1600 Stout Street Suite 1800 Denver, CO 80202

TY 2012 Taxes Schedule

Name: The Hugh & Michelle Harvey Family Foundation

EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	129,000	0		0