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

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

Name of foundation

GREEN FUND

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

C/O KATHRYN PORTER, 4155 W. 105TH PLACE

City or town, state, and ZIP code

WESTMINSTER, CO 80031-1905

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 8,767,716.

J Accounting method: Cash Accrual Other (specify) _____

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

A Employer identification number

84-1155083

B Telephone number (see instructions)

303- 864-7201

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 ►

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 ► <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	201,842.	201,842.		STMT 1
5a Gross rents				
b Net rental income or (loss) _____				
6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 2,063,748.	1,144,720.			
7 Capital gain net income (from Part IV, line 2)		1,144,720.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,346,562.	1,346,562.		
13 Compensation of officers, directors, trustees, etc.				
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 4	1,950.	NONE	NONE	1,950.
c Other professional fees (attach schedule) STMT 5	34,857.	26,143.		8,714.
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 6	21,988.	2,896.		19,092.
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 7	7,080.	7,080.		
24 Total operating and administrative expenses.				
Add lines 13 through 23	65,875.	36,119.	NONE	29,756.
25 Contributions, gifts, grants paid	535,000.			535,000.
26 Total expenses and disbursements. Add lines 24 and 25	600,875.	36,119.	NONE	564,756.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	745,687.			
b Net investment income (if negative, enter -0-)		1,310,443.		
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	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		320,347.	1,801,419.	1,801,419.
	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 ►	NONE			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10 a Investments - U.S. and state government obligations (attach schedule)	STMT 8	669,428.	518,886.	552,611.
	b Investments - corporate stock (attach schedule)	STMT 9	4,008,220.	3,633,696.	4,878,496.
	c Investments - corporate bonds (attach schedule)	STMT 11	1,211,193.	1,005,347.	1,076,427.
	11 Investments - land, buildings, and equipment basis ►				
	Less: accumulated depreciation ► (attach schedule)				
	12 Investments - mortgage loans				
	13 Investments - other (attach schedule)	STMT 12	473,000.	473,000.	458,763.
	14 Land, buildings, and equipment basis ►				
	Less: accumulated depreciation ► (attach schedule)				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		6,682,188.	7,432,348.	8,767,716.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)			NONE	
	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> 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. ► <input checked="" type="checkbox"/>				
	27 Capital stock, trust principal, or current funds		6,682,188.	7,432,348.	
	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 instructions)		6,682,188.	7,432,348.	
	31 Total liabilities and net assets/fund balances (see instructions)		6,682,188.	7,432,348.	

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	6,682,188.
2 Enter amount from Part I, line 27a	2	745,687.
3 Other increases not included in line 2 (itemize) ► NET ADJUSTMENT TO FUND BALANCE	3	4,473.
4 Add lines 1, 2, and 3	4	7,432,348.
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	7,432,348.

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 PUBLICLY TRADED SECURITIES					
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 2,063,748.		919,028.	1,144,720.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			1,144,720.		
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	1,144,720.	
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 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	442,853.	10,177,108.	0.043515
2010	469,869.	8,928,693.	0.052625
2009	435,700.	7,751,479.	0.056209
2008	539,626.	9,227,809.	0.058478
2007	492,837.	10,913,135.	0.045160

2 Total of line 1, column (d)	2	0.255987
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	0.051197
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	8,812,597.
5 Multiply line 4 by line 3	5	451,179.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,104.
7 Add lines 5 and 6	7	464,283.
8 Enter qualifying distributions from Part XII, line 4	8	564,756.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	13,104.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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	13,104.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	NONE
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	13,104.
6	Credits/Payments:		
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,420.
b	Exempt foreign organizations - tax withheld at source	6b	NONE
c	Tax paid with application for extension of time to file (Form 8868)	6c	NONE
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	10,420.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► 9	9	2,684.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► 10	10	
11	Enter the amount of line 10 to be: Credited to 2013 estimated tax ► Refunded ► 11	11	

Part VII-A Statements Regarding Activities

1a	Yes	No
b		X
<i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		
c		X
d		
(1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e		
2		X
<i>If "Yes," attach a detailed description of the activities.</i>		
3		X
4a		X
b		
5		X
<i>If "Yes," attach the statement required by General Instruction T.</i>		
6		
● 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?		
7		
8a		
CO		
b		
9		
10		X

Part VII-A Statements Regarding Activities (continued)

11		X
12		X
13	X	
Website address ► N/A		
14	Telephone no. ► (303) 864-7201	
Located at ► 4155 W 105TH PL, WESTMINSTER, CO ZIP+4 ► 80031-1905		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <input type="checkbox"/>	
and enter the amount of tax-exempt interest received or accrued during the year ► 15		
16	Yes	No
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	
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	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	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 2012?	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? 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)?

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? 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?

5b

6b

X

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
ANN C WYLIE 16244 BACHELORS RD, OLNEY, MD 20832	PRESIDENT 2	-0-	-0-	-0-
KATHRYN A PORTER 4155 W 105TH PL, WESTMINSTER, CO 80031-1905	VICE-PRESIDENT/S 2			
MAGGIE FOX 4346 PRADO DR, BOULDER, CO 80303	DIRECTOR 2			

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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ► **NONE**

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	

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 ►	

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	8,444,055.
b Average of monthly cash balances	1b	502,744.
c Fair market value of all other assets (see instructions)	1c	NONE
d Total (add lines 1a, b, and c)	1d	8,946,799.
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	NONE
3 Subtract line 2 from line 1d	3	8,946,799.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	134,202.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,812,597.
6 Minimum investment return. Enter 5% of line 5	6	440,630.

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	440,630.
2a Tax on investment income for 2012 from Part VI, line 5	2a	13,104.
b Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	13,104.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	427,526.
4 Recoveries of amounts treated as qualifying distributions	4	NONE
5 Add lines 3 and 4	5	427,526.
6 Deduction from distributable amount (see instructions)	6	NONE
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	427,526.

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	564,756.
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	NONE
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	NONE
b Cash distribution test (attach the required schedule)	3b	NONE
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	564,756.
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	13,104.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	551,652.

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				427,526.
2 Undistributed income, if any, as of the end of 2012:			414,720.	
a Enter amount for 2011 only		NONE		
b Total for prior years: 20 10,20 20				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	NONE			
b From 2008	NONE			
c From 2009	NONE			
d From 2010	NONE			
e From 2011	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 564,756.			414,720.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2012 distributable amount				150,036.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2012. (If an amount appears in column (d), the same amount must be shown in column (a).)		NONE		NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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			NONE	
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE	
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				277,490.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2008	NONE			
b Excess from 2009	NONE			
c Excess from 2010	NONE			
d Excess from 2011	NONE			
e Excess from 2012	NONE			

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 2012, 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)

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	
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(e)(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).)

N/A

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.

N/A

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:

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	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
Name and address (home or business)				
a Paid during the year				
SEE STATEMENT 23				535,000.
Total			► 3a	535,000.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	201,316.	
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	1,144,720.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a						
b <u>RICHLAND CNTY SC R</u>				14	407.	
c <u>CSBT SHORT-TERM CA</u>				14	119.	
d						
e						
12 Subtotal. Add columns (b), (d), and (e)					1,346,562.	
13 Total. Add line 12, columns (b), (d), and (e)				13		1,346,562.

12 Subtotal. Add columns (b), (d), and (e)
13 Total. Add line 12, columns (b), (d), and (e)
(See worksheet in line 13 instructions to verify calculations.)

Part XVI B Relationships of Activities to the Accomplishment of Exempt Purposes

NOT APPLICABLE

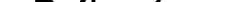
Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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?	Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash	1a(1)	X
(2)	Other assets	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization	1b(2)	X
(3)	Rental of facilities, equipment, or other assets	1b(3)	X
(4)	Reimbursement arrangements	1b(4)	X
(5)	Loans or loan guarantees	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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  **Date** 05/09/2013 **Signatures**  **May the IRS discuss this return**

Here _____ by Karen Johnson on 05/09/2013 _____ with the preparer shown below
(see instructions)? Yes No

TRUSTEE - Director

Paid Preparer Use Only	Print type of preparer Assistant Vice President	Preparer's signature <i>Jim M. Haynes</i>	Date	Check <input type="checkbox"/> if self-employed	PTIN P01331083
	Firm's name ► BOKF, N.A.	Firm's EIN ► 73-0780382			
	Firm's address ► P.O. BOX 1620 TULSA, OK	74101-1620			Phone no. 918-619-1544

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ALLSTATE LIFE GLB FN TRST @ 5.375% DUE ANALOG DEVICES INC COM	2,688. 1,320.	2,688. 1,320.
APPLE COMPUTER INC	477.	477.
BELLSOUTH CORP @ 5.200% DUE 09/15/2014	2,600.	2,600.
BERKSHIRE HATHAWAY FIN @ 4.625% DUE 10/ WM BLAIR INTL GROWTH-I FD#1747	2,313. 13,354.	2,313. 13,354.
CABOT OIL & GAS CORP	20.	20.
CAMPBELL SOUP COMPANY @ 5.000% DUE 12/ CANADIAN PAC RY LTD COM	2,500. 470.	2,500. 470.
CATERPILLAR INC	1,364.	1,364.
CATERPILLAR FIN SERV CORP @ 4.700% DUE	1,175.	1,175.
CATERPILLAR FIN SERV CORP @ 5.850% DUE	2,925.	2,925.
CHICAGO IL MOTOR FUEL TAX REV @ 5.050%	2,525.	2,525.
CITIGROUP INC @ 5.300% DUE 01/07/2016	5,300.	5,300.
COHEN & STEERS INTL RLTY-I FD#1396	3,316.	3,316.
CONOCO PHILLIPS @ 4.750% DUE 10/15/2012	2,375.	2,375.
COOK CNTY IL HSD #214 G.O. @ 2.250% DUE	1,077.	1,077.
CREDIT SUISSE FB USA INC @ 5.500% DUE 0	2,750.	2,750.
CREDIT SUISSE FB USA INC @ 5.125% DUE 0	2,563.	2,563.
DIAMOND HILL LONG/SHORT-I FD#0011	266.	266.
DUPONT EI DE NEMOURS	1,020.	1,020.
EQT CORPORATION	616.	616.
EMERSON ELECTRIC CO	726.	726.
EMERSON ELECTRIC CO @ 4.625% DUE 10/15/ FHLB @ 4.500% DUE 02/18/2015	2,313. 2,250.	2,313. 2,250.
FHLB @ 5.00% DUE 12/11/2015	2,500.	2,500.
FNMA @ 5.000% DUE 05/11/2017	2,500.	2,500.
FEDERATED STRAT VAL DIV-IS FD#0662	17,352.	17,352.
FEDEX CORP COM	39.	39.
FIDELITY LEVERAGED CO STOCK FD#0122	189.	189.
GENERAL ELECTRIC COMPANY @ 5.000% DUE	5,000.	5,000.
GEN ELEC CAP @ 5.100% DUE 05/15/2015	2,550.	2,550.
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		~
		STATEMENT 1

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
GOLDMAN SACHS GROUP INC @ 5.500% DUE 11	2,750.	2,750.
GOLDMAN SACHS GROUP INC @ 5.750% DUE 10	2,875.	2,875.
GOLDMAN SACHS GROUP INC @ 5.000% DUE 10	2,500.	2,500.
HONOLULU HAWAII CITY & CNTY HI GO @ 3.27	1,441.	1,441.
HUSSMAN STRATEGIC GROWTH FD#0601	895.	895.
ISHARES MSCI EMERGING MKT IN FD	8,641.	8,641.
ISHARES S&P MIDCAP 400/GWTH FD#0473	3,135.	3,135.
IVY ASSET STRATEGY-I	1,400.	1,400.
JOHNSON CNTY CTLS INC	1,333.	1,333.
JOY GLOBAL INC COM	53.	53.
JP MORGAN CHASE @ 5.875% DUE 06/13/2016	2,644.	2,644.
JPM INTL VAL-INST FD#1375	10,443.	10,443.
LANE CMNTY COLLEGE OR GO @ 4.324% DUE 12	2,103.	2,103.
LENEXA B TEMP NTS GO @ 0.400% DUE 11/01/	211.	211.
LOWES COMPANIES INC	460.	460.
LOWES COMPANIES @ 5.000% DUE 10/15/2015	2,500.	2,500.
MASTERCARD INC - CLASS A	1,142.	1,142.
MERGER FD#0260	1,421.	1,421.
MESA ST COLLEGE CO AUXILIARY REV @ 3.614	1,807.	1,807.
MICROSOFT CORP	567.	567.
OMNICARE INC	462.	462.
PIMCO ALL ASSET-INST FD#0034	4,131.	4,131.
PIMCO COMMOD RR STRAT-INST FD#0045	1,133.	1,133.
RACINE WI TXBL G.O. @ 2.050% DUE 12/01/2	977.	977.
RICHLAND CNTY SC REC DIST GO @ 2.950% DU	407.	407.
STANLEY BLACK AND DECKER INC	900.	900.
TEMPLETON GLOBAL BOND-ADV FD#0616	6,247.	6,247.
TOWER GROUP INC	1,125.	1,125.
UNITED TECHNOLOGIES CORP @ 5.375% DUE 12	2,688.	2,688.
UNIVERSITY CO ENTERPRISE REV @ 1.105% DU	501.	501.
VANGUARD DEV MKTS INDX- ADM FD#5227	14,088.	14,088.
VANGUARD ST INVEST GR-ADM FD#0539	2,044.	2,044.
41A309016		
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FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
VANGUARD INSTITUTIONAL INDEX	11,897.	11,897.
VANGUARD SMALL CAP VALUE INDEX INST FD	8,352.	8,352.
VANGUARD SM CAP INDX-INST FD#0857	3,974.	3,974.
VERIZON COMMUNICATIONS COM	3,224.	3,224.
WELLS FARGO COMPANY @ 5.625% DUE 12/11/	2,813.	2,813.
WILLIS GROUP HOLDINGS	862.	862.
CSBT SHORT-TERM CASH FUND I	119.	119.
TOTAL	201,842.	201,842.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,950.			1,950.
TOTALS	1,950.	NONE	NONE	1,950.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER ALLOCABLE EXPENSES - 2%	34,857.	26,143.	8,714.
TOTALS	34,857.	26,143.	8,714.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
FOREIGN TAXES	71.	71.	
FEDERAL TAX PAYMENT - PRIOR YE	8,672.		8,672.
FEDERAL ESTIMATES - PRINCIPAL	10,420.		10,420.
FOREIGN TAXES ON QUALIFIED FOR	2,203.		
FOREIGN TAXES ON NONQUALIFIED	622.		622.
TOTALS	21,988.	2,896.	19,092.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER NON-ALLOCABLE EXPENSE - INVESTMENT MGMT FEES-SUBJECT T	29. 7,051.	29. 7,051.
TOTALS	7,080.	7,080.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FHLB@4 .5% DUE 2/18/15	50,831.	50,831.	54,308.
FHLB@5% DUE 12/11/15	50,512.	50,512.	56,721.
FNMA@5% DUE 5/11/17	51,504.	51,504.	59,223.
COOK CNTY ILL HSD#214 G O	50,097.	50,097.	50,632.
HONOLULU HAWAII CITY & CNTY	50,600.	50,600.	52,217.
JOHNSON CNTY KS IMPT B G O	50,322.	50,322.	51,984.
RACINE WIS TXBL G O	50,098.	50,098.	50,496.
RICHLAND CNTY SC REC DIST G O	15,090.	15,090.	15,360.
LANE CMNTY COLLEGE OR GO	50,322.	50,322.	53,529.
MESA ST COLLEGE COLO AUXILIARY	50,000.	50,000.	53,106.
CHICAGO ILL MOTOR FUEL TAX REV	50,000.	50,000.	55,035.
UNIVERSITY CO ENTERPRISE REV	100,052.	100,052.	
LENAXA B TEMP NTS GO	50,000.	50,000.	
TOTALS	669,428.	518,886.	552,611.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
WM BLAIR INTL BROWTH FD#1747	287,783.	287,753.	417,190.
JPM INTL VAL INSTL FD#1375	464,278.	464,278.	373,651.
VANGUARD DEV MKTS INDX FD#0227	306,527.	306,527.	377,847.
VANGUARD INSTL IND FD#0094	420,461.	420,461.	548,695.
VANGUARD SM CP VAL FD#0865	154,333.	154,333.	316,461.
VANGUARD SM CAP INDX FD#0857	125,576.	125,576.	212,157.
ISHARES MSCI EMERGING MKT	361,952.	361,952.	437,069.
ISHARES S & P MIDCAP	232,173.	232,173.	317,145.
GRUBER&MCBAINE INTERNATIONAL	466,391.	113,384.	506,471.
CATERPILLAR INC	37,181.	37,181.	49,285.
VERIZON COMMUNICATIONS	48,650.	48,650.	69,232.
CONTINENTAL RESOURCES INC OK	7,987.	7,987.	22,047.
NEWFIELD EXPLORATION CO	16,477.	16,477.	10,712.
SOUTHWESTERN ENERGY CO	15,317.		
EQT CORPORATION	40,381.	40,381.	41,286.
MASTERCARD INC CLASS A	24,981.	24,981.	66,323.
TOWER GROUP INC	36,689.	36,689.	26,684.
CELGENE CORP	53,984.	53,984.	109,858.
EMERITUS CORP	40,300.	40,300.	32,136.
VANGUARD S/T INVEST GR-ADM	216,549.	28,368.	28,899.
STILLWATER MINING CO	55,137.	55,137.	33,228.
VENOCO	50,694.		
ANNALY CAPITAL MGMT	16,452.		
ANALOG DEVICES	34,801.	34,801.	46,266.
FEDERATED STRAT VAL DIV IS	401,000.	401,000.	435,553.
OMNICARE INC	30,326.	30,326.	39,710.
APPLE INC	31,579.	31,579.	47,896.
STANLEY BLACK AND DECKER	22,552.	37,639.	36,985.
WILLIS GROUP HOLDINGS	7,709.		

GREEN FUND

84-1155083

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
EMERSON ELECTRIC	30,141.	30,141.	31,776.
DU PONT EI DE NEMOURS	28,963.	28,963.	26,987.
JOY GLOBAL INC	8,717.	8,717.	9,567.
CANADIAN PACIFIC RAILWAY LTD	38,936.	38,936.	50,810.
CROWN CASTLE INTL CORP	26,490.	26,490.	36,080.
LOWES COS INC	28,433.	28,433.	35,520.
CABOT OIL & GAS CORP	20,898.	20,898.	24,870.
PHILLIPS 66	30,862.	30,862.	31,860.
AMERICAN INTL GROUP INC	28,339.	28,339.	28,240.
TOTALS	4,008,220.	3,633,696.	4,878,496.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
ALLSTATE LIFE GLB FN TRST	49,500.	49,500.	50,828.
BELLSOUTH CORP	51,407.	51,407.	53,706.
BERKSHIRE HATHAWAY FIN	48,860.	48,860.	51,579.
CAMPBELL SOUP COMPANY	52,992.		
CATERPILLAR FIN SERV CORP	50,700.		
CATERPILLAR FIN SERV CORP	51,125.	51,125.	60,040.
CITIGROUP INC	98,710.	98,710.	110,629.
CONOCO PHILLIPS	51,463.		
CREDIT SUISSE FB USA INC 5.5	50,769.	50,769.	51,577.
CREDIT SUISSE FB USA INC 5.125	51,060.	51,060.	52,227.
EMERSON ELECTRIC CO	50,691.		
GENERAL ELECTRIC COMPANY 5.0	102,680.	102,680.	100,381.
GEN ELEC CAP 5.1	50,000.	50,000.	53,729.
GOLDMAN SACHS GROUP INC @ 5.50	50,237.	50,237.	53,907.
GOLDMAN SACHS GROUP INC @ 5.75	50,000.	50,000.	56,893.
GOLDMAN SACHS GROUP INC @ 5.00	50,190.	50,190.	53,260.
JP MORGAN CHASE	46,689.	46,689.	51,319.
LOWES COMPANIES	49,575.	49,575.	55,855.
UNITED TECHNOLOGIES CORP	49,903.	49,903.	59,431.
WELLS FARGO COMPANY	49,642.	49,642.	59,635.
TEMPLETON GLOBAL	105,000.	105,000.	101,431.
TOTALS	1,211,193.	1,005,347.	1,076,427.

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
DIAMOND HILL LONG SHORT-I	C	71,000.	71,000.	76,187.
FIDELITY LEVERAGE FD#0122	C	47,000.	47,000.	49,539.
HUSSMAN STRATEGIC GROWTH	C	71,000.	71,000.	63,131.
IVY ASSET STRATEGY-I	C	47,000.	47,000.	47,580.
MERGER	C	71,000.	71,000.	69,763.
PIMCO ALL ASSET-INST	C	71,000.	71,000.	72,038.
PIMCO COMMOD RR STRAT-INST	C	48,000.	48,000.	33,405.
COHEN & STEERS INTL RLTY-I	C	47,000.	47,000.	47,120.
TOTALS	473,000.	473,000.	458,763.	

RECIPIENT NAME:

COMPANY E INC

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

FRONT RANGE EARTH FORCE

ADDRESS:

2555 W 34TH AVE

DENVER, CO 80211

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

JOHN F KENNEDY CENTER FOR THE
PERFORMING ARTS

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

COLORADO PUBLIC RADIO

ADDRESS:

7409 S ALTON

ENGLEWOOD, CO 80112

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

ARAPAHO & ROOSEVELT NATIONAL
FORESTS FOUNDATION

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PRO MUJER INTERNATIONAL
ATTN JOSIE SENTNER

ADDRESS:

240 W 35TH ST #404
NEW YORK, NY 10001

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

WOMEN'S FOUNDATION OF
COLORADO

ADDRESS:

1580 LOGAN ST STE 500
DENVER, CO 80203

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

LUNDY FOUNDATION
IDWELI CHILDREN'S CENTER

ADDRESS:

1301 N SPEER BLVD
DENVER, CO 80204-2557

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PLANNED PARENTHOOD OF NY

ADDRESS:

26 BLEEKER ST
NEW YORK, NY 10012

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

DOCTORS WITHOUT BORDERS

ADDRESS:

6 E 39TH ST. 8TH FLOOR
NEW YORK, NY 10016

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

CITY DANCE ENSEMBLE

ADDRESS:

733 15TH ST NEW SUITE 700
WASHINGTON DC, DC 20005

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

RECIPIENT NAME:

COLLEGE BOUND FDN OF
BALTIMORE

ADDRESS:

204 E LOMBARD ST #6-1
BALTIMORE, MD 21202

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

SOUTHERN POVERTY LAW CTR

ADDRESS:

P O BOX 548
MONTGOMERY, AL 36101

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CREATING HOPE INTL

ADDRESS:

P O BOX 1058

DEARBORN, MI 48121

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LALMBA

ADDRESS:

7685 QUARTZ STREET

ARVADA, CO 80007

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PLANNED PARENTHOOD

ADDRESS:

950 BROADWAY

DENVER, CO 80203

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

=====

RECIPIENT NAME:

EARTH FORCE

ADDRESS:

2120 W 33RD AVE
DENVER, CO 80211

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

RECIPIENT NAME:

COLORADO UPLIFT
ATTN CHALISE JONES

ADDRESS:

3914 KING ST
DENVER, CO 80211

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

THE GATHERING PLACE

ADDRESS:

1535 HIGH STREET
DENVER, CO 80218

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

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RECIPIENT NAME:

MILLENNIUM TRUST
COMMUNITY FDN BOULDER

ADDRESS:

2060 BROADWAY #255
BOULDER, CO 80302

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

WESTERN RESOURCE ADVOCATE

ADDRESS:

2260 BASELINE ROAD #200
BOULDER, CO 80302

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

URGENT ACTION FUND

ADDRESS:

P O BOX 1287
BOULDER, CO 80306

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:

E TOWN

ADDRESS:

P O BOX 954

BOULDER, CO 80306

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

UNIVERSITY OF MARYLAND

ADDRESS:

2119 MAIN ADMIN BLDG

COLLEGE PARK, MD 20742

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

SCHOLARSHIP PROGRAM

FOUNDATION STATUS OF RECIPIENT:

SCHOOL

AMOUNT OF GRANT PAID 75,000.

RECIPIENT NAME:

SIERRA CLUB FOUNDATION

ADDRESS:

88 2ND ST. SUITE 750

SAN FRANCISCO, CA 94105

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

AMERICAN HIMALAYAN FOUNDATION

ADDRESS:

909 MONTGOMERY STREET

SAN FRANCISCO, CA 94133-4625

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

COMMUNITY FOOD SHARE

ADDRESS:

6363 HORIZON LANE

LONGMONT, CO 80503

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

DZI FOUNDATION

ADDRESS:

P.O. BOX 632

RIDGWAY, CO 81432

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ENGINEERS WITHOUT BORDERS

ADDRESS:

1811 LEFTHAND CIR STE A1

LONGMONT, CO 80501

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:

GEORGE WASHINGTON UNIVERSITY
LAW SCHOOL

ADDRESS:

2000 H STREET, ATTN JOHN COLE
WASHINGTON, DC 20052

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

FRANCES KELLEY GREEN SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

HAITI PROJECTS INC

ADDRESS:

31 LEONARD ST
GLOUCESTER, MA 01930

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

THORNE ECOLOGICAL INSTITUTE

ADDRESS:

P O BOX 19107
BOULDER, CO 80308-2107

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

GREEN FUND

84-1155083

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

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RECIPIENT NAME:

UNIVERSITY OF COLORADO FDN
LAW SCHOOL

ADDRESS:

401 UCB BOULDER
BOULDER, CO 80309-0401

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

FRANCES GREEN SUSTAINABILITY SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 150,000.

TOTAL GRANTS PAID: 535,000.

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STATEMENT 23

GREEN FUND
Schedule D Detail of Short-term Capital Gains and Losses

84-1155083

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
PUBLICLY TRADED SECURITIES					
4.888.667 VANGUARD ST INVEST GR-ADM	11/01/2011	02/10/2012	52,504.00	52,114.00	390.00
4.6.156 VANGUARD ST INVEST GR-ADM FD#0539	02/01/2012	02/10/2012	496.00	495.00	1.00
200. VENOZO INC	08/16/2011	02/21/2012	2,201.00	2,088.00	113.00
52.604 VANGUARD ST INVEST GR-ADM FD#0539	03/01/2012	03/01/2012	566.00	564.00	2.00
2645.07 VANGUARD ST INVEST GR-ADM FD#0539	12/28/2011	03/01/2012	28,435.00	28,124.00	311.00
2788.104 VANGUARD ST INVEST GR-ADM	12/28/2011	03/05/2012	30,000.00	29,638.00	362.00
2329.916 VANGUARD ST INVEST GR-ADM	12/28/2011	03/21/2012	25,000.00	24,767.00	233.00
20.955 VANGUARD ST INVEST GR-ADM FD#0539	04/01/2012	04/20/2012	225.00	225.00	
444.161 VANGUARD ST INVEST GR-ADM FD#0539	12/28/2011	04/20/2012	4,775.00	4,721.00	54.00
30.284 VANGUARD ST INVEST GR-ADM FD#0539	06/01/2012	06/20/2012	325.00	326.00	-1.00
1647.256 VANGUARD ST INVEST GR-ADM 543.001 VANGUARD ST INVEST GR-ADM FD#0539	12/28/2011	06/20/2012	17,675.00	17,510.00	165.00
13.069 VANGUARD ST INVEST GR-ADM FD#0539	12/28/2011	07/27/2012	5,859.00	5,772.00	87.00
1850.139 VANGUARD ST INVEST GR-ADM 900. JUNIPER NETWORKS INC 569.118 VANGUARD ST INVEST GR-ADM FD#0539	07/01/2012	07/27/2012	141.00	140.00	1.00
28.308 VANGUARD ST INVEST GR-ADM FD#0539	12/28/2011	11/30/2012	6,192.00	6,050.00	142.00
450. MICROSOFT CORP 450. MICROSOFT CORP	11/01/2012	11/30/2012	308.00	307.00	1.00
300. WILLIS GROUP HOLDINGS 300. WILLIS GROUP HOLDINGS 200. WILLIS GROUP HOLDINGS Totals	03/01/2012	12/04/2012	11,892.00	14,547.00	-2,655.00
	03/02/2012	12/06/2012	11,970.00	14,522.00	-2,552.00
	02/08/2012	12/18/2012	10,168.00	11,827.00	-1,659.00
	02/08/2012	12/19/2012	10,156.00	11,777.00	-1,621.00
	02/07/2012	12/20/2012	6,732.00	7,835.00	-1,103.00

GREEN FUND
Schedule D Detail of Long-term Capital Gains and Losses

84-1155083

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
PUBLICLY TRADED SECURITIES					
900. ANNALY MORTGAGE MANAGEMENT INC	02/24/2010	02/10/2012	14,730.00	16,452.00	-1,722.00
1100. VENOCO INC	01/13/2011	02/21/2012	12,106.00	22,866.00	-10,760.00
1400. VENOCO INC	12/20/2010	02/21/2012	15,407.00	25,739.00	-10,332.00
50000. CATERPILLAR FIN SERV CORP @	05/21/2008	03/15/2012	50,000.00	50,700.00	-700.00
50000. CONOCO PHILLIPS @ 4.750% DUE	05/21/2008	10/15/2012	50,000.00	51,463.00	-1,463.00
50000. EMERSON ELECTRIC CO @ 4.625%					
DUE 10/15/2012	11/18/2004	10/15/2012	50,000.00	50,691.00	-691.00
50000. CAMPBELL SOUP COMPANY @ 5.000%					
DUE 12/03/2012	03/26/2004	12/03/2012	50,000.00	52,992.00	-2,992.00
900. SOUTHWESTERN ENERGY CO	03/29/2006	12/06/2012	31,186.00	15,317.00	15,869.00
200. WILLIS GROUP HOLDINGS	02/25/2011	12/18/2012	6,779.00	7,709.00	-930.00
158.983 GRUBER & MCBAINE INTERNATIONAL (A SHARES)	01/01/1997	12/27/2012	1,519,417.00	353,007.00	1,166,410.00
TOTAL PUBLICLY TRADED SECURITIES					
			1,799,625.00	646,936.00	1,152,689.00
Totals					
			1,799,625.00	646,936.00	1,152,689.00

FEDERAL CAPITAL GAIN DIVIDENDS

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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

FEDERATED STRAT VAL DIV-IS FD#0662	215.00
PIMCO COMMOD RR STRAT-INST FD#0045	101.00
RAIT FINANCIAL TRUST	19.00
TEMPLETON GLOBAL BOND-ADV FD#0616	1,292.00
VANGUARD ST INVEST GR-ADM FD#0539	85.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	1,712.00

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	1,712.00
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STATEMENT 4