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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 Shendan Ross Charitable Foundation		A Employer identification number 84-1546781	
% SHERIDAN ROSS PC		B Telephone number (see instructions) (303) 863-9700	
Number and street (or P O box number if mail is not delivered to street address) 1560 Broadway Suite 1200 Suite		C If exemption application is pending, check here ☐	
Room/suite			
City or town, state, and ZIP code Denver, CO 802025141			
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) ☒ \$ 9,258		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) ☐ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	64,000			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	8	8	8	
	4 Dividends and interest from securities.				
	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 _____				
	7 Capital gain net income (from Part IV , line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	64,008	8	8	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25	25	25	
	24 Total operating and administrative expenses. Add lines 13 through 23	25	25	25	0
	25 Contributions, gifts, grants paid	76,644			76,644
	26 Total expenses and disbursements. Add lines 24 and 25	76,669	25	25	76,644
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-12,661			
	b Net investment income (if negative, enter -0-)		0		
	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
Assets	1	Cash—non-interest-bearing	21,919	9,258	9,258
	2	Savings and temporary cash investments			
	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)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ 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)	21,919	9,258	9,258

Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	

Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐				
	and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒				
	and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	21,919	9,258	
	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)	21,919	9,258	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,919	9,258	

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	21,919
2	Enter amount from Part I, line 27a	2	-12,661
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	9,258
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	9,258

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					
(e) Gross sales price		(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) Gain or (loss) (e) plus (f) minus (g)
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					(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					
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
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	68,312	42,937	1 590982		
2010	41,905	36,830	1 137795		
2009	52,602	30,095	1 747865		
2008	37,271	29,306	1 271787		
2007	42,525	22,527	1 887735		
2 Total of line 1, column (d).				2	7 636164
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	1 527233
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.				4	52,645
5 Multiply line 4 by line 3.				5	80,401
6 Enter 1% of net investment income (1% of Part I, line 27b).				6	0
7 Add lines 5 and 6.				7	80,401
8 Enter qualifying distributions from Part XII, line 4.				8	76,644

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 VIExcise 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	0
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	0
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	0
6		Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a			
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	0
8		Enter any penalty for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	0
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐		11	

Part VII-AStatements Regarding Activities

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?		Yes	No
		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)?			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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	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?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		No
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)*

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 ▶SHERIDAN ROSS PC Telephone no ▶(303) 863-9700 Located at ▶1560 BROADWAY SUITE 1200 DENVER CO ZIP +4 ▶802025141			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	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		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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	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

No

Part VIII

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

1

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

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

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

Total number of other employees paid over \$50,000.

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
Total number of others receiving over \$50,000 for professional services.		

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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 N/A	
2	
All other program-related investments. See page 24 of the instructions.	
3	
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	0
b	Average of monthly cash balances.	1b	53,447
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	53,447
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	0
3	Subtract line 2 from line 1d.	3	53,447
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	802
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	52,645
6	Minimum investment return. Enter 5% of line 5.	6	2,632

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	2,632
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	0
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	0
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	2,632
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	2,632
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	2,632

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	76,644
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	76,644
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	76,644
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				2,632
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 2010 , 2009 , 2008		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.	41,399			
b From 2008.	35,806			
c From 2009.	51,097			
d From 2010.	40,063			
e From 2011.	66,165			
f Total of lines 3a through e.	234,530			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 76,644				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2012 distributable amount.				2,632
e Remaining amount distributed out of corpus	74,012			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	308,542			
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.				
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).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions). . .	41,399			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	267,143			
10 Analysis of line 9				
a Excess from 2008. . . .	35,806			
b Excess from 2009. . . .	51,097			
c Excess from 2010. . . .	40,063			
d Excess from 2011. . . .	66,165			
e Excess from 2012. . . .	74,012			

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 XVSupplementary 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

NONE

2

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

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

a

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

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 Additional Data Table				
Total			3a	76,644
b Approved for future payment				
Total			3b	

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			14	8	
4	Dividends and interest from securities. . . .					
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					
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). .				8	
13	Total. Add line 12, columns (b), (d), and (e).					8

[illegible]

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)		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.			

[illegible]

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.

* * * * *

2013-07-16

* * * * *

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
Firm's name	GHP Horwath PC		Firm's EIN	
	1670 Broadway Suite 3000			
Firm's address	Denver, CO 80202		Phone no (303) 831-5000	

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROB BRUNELLI	PRESIDENT, VP, TREASURER 15 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
GARY CONNELL	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
LEW HANSEN	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
SABRINA STAVISH	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
BRAD KNEPPER	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
DOUG SWARTZ	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
MIRIAM TRUDELL	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
BRUCE KUGLER	PRESIDENT, VP, TREASURER 15 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
JOE KOVARIK	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
BEN LIEB	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
BRENT JOHNSON	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				
TODD BLAKELY	DIRECTOR 2 0	0		
1560 BROADWAY SUITE 1200 DENVER, CO 802025141				

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).

TODD BLAKELY
ROB BRUNELLI
GARY CONNELL
LEW HANSEN
BRENT JOHNSON
JOE KOVARIK
BRUCE KUGLER
SABRINA STAVISH
DOUG SWARTZ
MIRIAM TRUDELL BEN LIEB AND BRAD K

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Cherry Hills Land Preserve PO BOX 522 ENGLEWOOD,CO 80151	NONE	501(C)(3)	CIVIC	50
Colorado Public Radio BRIDGES BROADCAST CENTER 7409 SOUTH ALTON CT CENTENNIAL,CO 80112	NONE	501(C)(3)	CIVIC	150
National MS Society 733 THIRD AVE 3RD FLOOR NEW YORK,NY 10017	NONE	501(C)(3)	CIVIC	100
BAYAUD ENTERPRISES 333 WEST BAYUAD AVE DENVER,CO 80223	NONE	501(C)(3)	CIVIC	2,100
DENVER PUBLIC LIBRARY 10 WEST 14TH AVE DENVER,CO 80204	NONE	501(C)(3)	CIVIC	125
LEGAL AID FOUNDATION 1900 GRANT ST 1112 DENVER,CO 80203	NONE	501(C)(3)	CIVIC	15,600
VERMONT LAW SCHOOL 164 CHELSEA STREET PO BOX 96 SOUTH ROYALTON,VT 05068	NONE	501(C)(3)	CIVIC	1,000
UNIVERSITY OF COLORADO FOUNDATION 1416 BROADWAY BOULDER,CO 80309	NONE	501(C)(3)	CIVIC	650
MEALS ON WHEELS ASSOCIATION OF AMERICA 203 SOUTH UNION STREET ALEXANDRIA,VA 22314	NONE	501(C)(3)	CIVIC	1,000
THE LOGAN SCHOOL FOR CREATIVE LEARNING 1005 YOSEMITE STREET DENVER,CO 80230	NONE	501(C)(3)	CIVIC	2,000
DENVER BOTANICAL GARDENS 1007 YORK ST DENVER,CO 80206	NONE	501(C)(3)	CIVIC	90
COLORADO SCHOOL OF MINES 1500 ILLINOIS ST GOLDEN,CO 80401	NONE	501(c)(3)	CIVIC	1,500
ROCKY MOUNTAIN CHILDREN'S LAW CENTER 1325 S COLORADO BLVD 308 DENVER,CO 80222	NONE	501(C)(3)	CIVIC	5,000
OPEN DOOR MINISTRIES 1530 MARION ST DENVER,CO 80218	NONE	501(c)(3)	Civic	2,600
Village Crier Associates of Loch Raven Village PO Box 9721 Loch Raven,MD 21284	NONE	501(c)(3)	Civic	25

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
Brent's Place 11980 East 16th Avenue Aurora, CO 80010	NONE	501(c)(3)	CIVIC	1,500
Children's Diabetes Foundation 4380 S Syracuse St Suite 430 Denver, CO 80237	NONE	501(c)(3)	CIVIC	1,000
Vietnam Veterans Chapter 269 18817 Emerald Rd Carlyle, IL 62231	None	501(c)(3)	CIVIC	500
MHDSA 3515 South Tamarac Drive Suite 320 Denver, CO 80237	None	501(c)(3)	CIVIC	900
Friends of the Blue Knights 1137 S Jason St Denver, CO 80223	None	501(c)(3)	CIVIC	365
Colorado Bar Association 1900 Grant St 900 Denver, CO 80203	None	501(c)(3)	CIVIC	200
YMCA of Metropolitan Denver 2625 South Colorado Blvd Denver, CO 80222	None	501(c)(3)	CIVIC	300
Denver Zoo 2300 Steele Street Denver, CO 80205	None	501(c)(3)	CIVIC	80
Saddle Up Foundation 11152 East Daley Circle Parker, CO 80134	None	501(c)(3)	CIVIC	1,150
MAKE A WISH FND - Oyster Race 1539 Platte St Suite 206 Denver, CO 80202	None	501(c)(3)	CIVIC	200
Global Down Syndrome Foundation 3300 East First Avenue Suite 390 Denver, CO 80206	None	501(c)(3)	CIVIC	1,000
Legal Center for People with Disabilities 455 Sherman Street 130 Denver, CO 80203	None	501(c)(3)	CIVIC	1,400
Big Brothers Big Sisters 1391 Speer Blvd Suite 450 Denver, CO 80204	None	501(c)(3)	CIVIC	1,500
Children's Hospital Courage Classic 13123 East 16th Avenue Box 045 Aurora, CO 80045	NONE	501(c)(3)	CIVIC	1,100
MDA LOCKUP 3300 E SUNRISE DR TUSCON, AZ 85718	NONE	501(C)3	CIVIC	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
LEGAL CENTER FOR LEGAL ADVOCACY 455 SHERMAN STREET DENVER,CO 80203	NONE	501(C)3	CIVIC	2,500
EXCELSION YOUTH CENTER 15001 E OXFORD AVENUE AURORA,CO 80014	NONE	501(C)3	CIVIC	500
DENVER CENTER FOR PERFORMING ARTS 1101 13TH STREET DENVER,CO 80204	NONE	501(C)3	CIVIC	5,250
METRO VOLUNTEER LAWYERS 1905 SHERMAN STREET DENVER,CO 80203	NONE	501(C)3	CIVIC	100
CHERRY CREEK SCHOOLS FOUNDATION 4700 SOUTH YOSEMITE SUTIE 130 GREENWOOD VILLAGE,CO 80111	NONE	501(C)3	CIVIC	25
FRACTURED ATLAS 248 W 35TH STREET 10TH FLOOR NEW YORK,NY 10001	NONE	501(C)3	CIVIC	1,099
YOUTHROOTS PO BOX 6289 DENVER,CO 80206	NONE	501(C)3	CIVIC	100
COLORADO CRIMINAL DEFENSE BAR 955 BANNOCK ST 200 DENVER,CO 80204	NONE	501(C)3	CIVIC	100
DOMINICAN SISTER HOME HEALTH AGENCY 2501 GAYLORD STREET DENVER,CO 80205	NONE	501(C)3	CIVIC	150
DENVER MUSEUM OF NATURE AND SCIENCE 2001 COLORADO BLVD DENVER,CO 80205	NONE	501(C)3	CIVIC	60
HABITAT FOR HUMANITY 3245 ELIOT STREET DENVER,CO 80211	NONE	501(C)3	CIVIC	500
GOUCHER COLLEGE 1021 DULANEY VALLEY ROAD BALTIMORE,MD 21204	NONE	501(C)3	CIVIC	500
NIGHT OWLS DONATION 1899 E EVANS AVENUE DENVER,CO 80208	NONE	501(C)3	CIVIC	100
AMERICAN VETERANS 4647 FORBES BLVD LANHAM,MD 20706	NONE	501(C)3	CIVIC	60
5280 GYMNASTICS BOOSTERS 10601 W 44TH AVE WHEAT RIDGE,CO 80033	NONE	501(C)3	CIVIC	500

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
EQUAL JUSTICE OF AMERICA BUILDING II- SUITE 204 13540 EAST BOUNDARY ROAD MIDLOTHIAN,VA 23112	NONE	501(C)3	CIVIC	100
FAMILY RESCUE MISSION 494 SHERIDAN BLVD 13107 DENVER,CO 80226	NONE	501(C)3	CIVIC	200
PBS KIDS 2100 CRYSTAL DRIVE ARLINGTON,VA 22202	NONE	501(C)3	CIVIC	720
JUVENILE DIABETES RESEARCH FOUNDATION 8055 E TUFTS AVENUE SUITE 770 DENVER,CO 80237	NONE	501(C)3	CIVIC	500
FAMILY VOICES COLORADO 13199 E MONTVIEW BLVD SUITE 200 AURORA,CO 80045	none	501(C)3	CIVIC	500
RIST CANYON VOLUNTEER FIRE DEPT 11821 RIST CANYON RD BELLVUE,CO 80512	NONE	501(C)3	CIVIC	3,000
SPORTS MADE POSSIBLE 8200 W QUEBEC STREET STE A3 273 CENTENNIAL,CO 80112	NONE	501(C)3	CIVIC	1,000
WOLF SANCTUARY PO BOX 1544 LA PORTE,CO 80535	NONE	501(C)3	CIVIC	3,000
DENVER POLICE BROTHERHOOD 2090 S BANNOCK ST DENVER,CO 80223	NONE	501(C)3	CIVIC	70
CHILDREN'S COLORADO FOUNDATION 13123 EAST 16TH AVENUE BOX 045 AURORA,CO 80045	NONE	501(C)3	CIVIC	250
CHILDREN'S HOSPITAL GALA 13123 EAST 16TH AVENUE BOX 045 AURORA,CO 80045	NONE	501(C)3	CIVIC	1,000
AURORA ECONOMIC DEVELOPMENT COUNCIL 14001 E ILLIF AVENUE SUITE 211 AURORA,CO 80014	NONE	501(C)3	CIVIC	2,000
WORLD DENVER PO BOX 40396 DENVER,CO 80204	NONE	501(C)3	CIVIC	100
COLORADO SCHOOL OF MINES ALUMNI ASSOCIATION COOLBAUGH HOUSE PO BOX 1410 GOLDEN,CO 804021410	NONE	501(C)3	CIVIC	1,000
CHILDREN'S CANCER RESEARCH COALITION PO BOX 28084 RALEIGH,NC 27611	NONE	501(C)(3)	CIVIC	50

Form 990PF Part XV Line 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 <i>Paid during the year</i>				
DENVER CASA 1420 OGDEN STREET SUITE A1 DENVER,CO 80218	NONE	501(C)3	CIVIC	100
DENVER PUBLIC LIBRARY FRIENDS FOUNDATION 10 WEST 14TH AVENUE PARKWAY DENVER,CO 80204	none	501(c)3	CIVIC	100
COLORADO REPTILE HUMANE SOCIETY 13941 ELMORE ROAD LONGMONT,CO 80504	NONE	501(C)3	CIVIC	2,000
THE XERCES SOCIETY 628 NE BROADWAY STE 200 PORTLAND,OR 97232	NONE	501(C)3	CIVIC	1,000
UNIVERSITY OF COLORADO LAW STUDENTS EQUAL JUSTICE BUILDING 11 STE 204 13540 E BOUNDARY RD MIDLOTHIAN,VA 23112	NONE	501(C)(3)	CIVIC	100
UNIVERSITY OF CO FND - DEANS LIST PO BOX 17126 DENVER,CO 80217	NONE		CIVIC	1,025
COLORADO MUSIC FESTIVAL 200 E BASELINE ROAD LAFAYETTE,CO 80026	NONE	501(C)3	CIVIC	2,000
COLORADO JUDICIAL INSTITUTE PO BOX 118 BROOMFIELD,CO 800380118	NONE	501(C)3	CIVIC	100
SALVATION ARMY 1901 29TH STREET DENVER,CO 80216	NONE	501(C)3	CIVIC	500
WMS- PTCO 5151 SOUT HOLLY STREET GREENWOOD VILLAGE,CO 80121	NONE	501(C)3	CIVIC	250
SAMARITAN'S PURSE INTL RELIEF PO BOX 3000 BOONE,NC 28607	NONE	501(C)3	CIVIC	250
BILL ROBERTS PTA 2100 Akron Way Denver,CO 80238	NONE	501(C)(3)	CIVIC	500
Total  3a				76,644

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

TY 2012 Depreciation Schedule

Name: Sheridan Ross Charitable Foundation

EIN: 84-1546781

TY 2012 Land, Etc. Schedule**Name:** Sherdan Ross Charitable Foundation**EIN:** 84-1546781

TY 2012 Other Expenses Schedule

Name: Sherdan Ross Charitable Foundation

EIN: 84-1546781

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	25	25	25	