Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: HUNT ALTERNATIVES FUND

A Employer identification number: 04-3397500

Number and street (or P O box number if mail is not delivered to street address): 625 MT AUBURN STREET | Room/suite

B Telephone number: (617) 995-1900

City or town, state or province, country, and ZIP or foreign postal code: CAMBRIDGE, MA 02138

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] 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)* ▶$ 2,074,578.

J Accounting method: [ ] Cash [X] Accrual [ ] Other (specify) *(Part I, column (d) must be on cash basis.)*

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
Revenue 1	Contributions, gifts, grants, etc., received	4,441,727.			
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	3,435.	3,435.	3,435.	STATEMENT 1
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)		0.		
8	Net short-term capital gain			0.	
9	Income modifications				
10a	Gross sales less returns and allowances 818.				STATEMENT 2
b	Less Cost of goods sold 60.				STATEMENT 3
c	Gross profit or (loss)	758.		758.	
11	Other income	1,233.	0.	1,233.	STATEMENT 4
12	**Total** Add lines 1 through 11	4,447,153.	3,435.	5,426.	
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	540,265.	0.	0.	537,454.
14	Other employee salaries and wages	2,199,444.	0.	0.	2,114,921.
15	Pension plans, employee benefits	574,091.	0.	0.	532,743.
16a	Legal fees STMT 5	9,000.	0.	0.	11,336.
b	Accounting fees STMT 6	24,325.	0.	0.	25,250.
c	Other professional fees STMT 7	2,605,609.	0.	0.	2,770,759.
17	Interest				
18	Taxes STMT 8	200.	0.	0.	0.
19	Depreciation and depletion	68,769.	0.	0.	
20	Occupancy	509,077.	0.	0.	508,471.
21	Travel, conferences, and meetings	849,381.	0.	0.	864,546.
22	Printing and publications	28,235.	0.	0.	28,300.
23	Other expenses STMT 9	610,096.	0.	0.	626,245.
24	**Total operating and administrative expenses** Add lines 13 through 23	8,018,492.	0.	0.	8,020,025.
25	Contributions, gifts, grants paid	34,200.			90,200.
26	**Total expenses and disbursements.** Add lines 24 and 25	8,052,692.	0.	0.	8,110,225.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-3,605,539.			
b	**Net investment income** (if negative, enter -0-)		3,435.		
c	**Adjusted net income** (if negative, enter -0-)			5,426.	

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing	4,027,007.	881,783.	881,783.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ 142,544.			
	Less: allowance for doubtful accounts ▶	39,420.	142,544.	142,544.
	4 Pledges receivable ▶ 69,763.			
	Less: allowance for doubtful accounts ▶	94,664.	69,763.	69,763.
	5 Grants receivable	778,243.	319,852.	319,852.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	127,312.	106,946.	106,946.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶ 842,371.			
	Less accumulated depreciation STMT 10 ▶ 288,681.	606,611.	553,690.	553,690.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,673,257.	2,074,578.	2,074,578.
Liabilities	17 Accounts payable and accrued expenses	846,168.	850,289.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ STATEMENT 11)	643,529.	646,268.	
	23 **Total liabilities** (add lines 17 through 22)	1,489,697.	1,496,557.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ [X] **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	2,648,799.	-211,082.	
	25 Temporarily restricted	1,534,761.	789,103.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	4,183,560.	578,021.	
	31 **Total liabilities and net assets/fund balances**	5,673,257.	2,074,578.	

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	4,183,560.
2	Enter amount from Part I, line 27a	2	-3,605,539.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	578,021.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	578,021.

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				
b	NONE			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
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).
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))
2012	9,655,646.	2,936,760.	3.287857
2011	5,997,009.	1,358,677.	4.413859
2010	4,570,254.	571,431.	7.997911
2009	236,766.	577,118.	.410256
2008	3,626,901.	466,631.	7.772525

2	**Total** of line 1, column (d)	2	23.882408
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	4.776482
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,900,587.
5	Multiply line 4 by line 3	5	13,854,602.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	34.
7	Add lines 5 and 6	7	13,854,636.
8	Enter qualifying distributions from Part XII, line 4	8	8,110,225.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	69.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	69.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	69.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 69.		
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	69.
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 2014 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3	X	
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MA, DC, CO, MD, VA, CA, NY, TX			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	X	
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ HUNTALTERNATIVES.ORG

14 The books are in care of ▶ HUNT ALTERNATIVES LLC Telephone no. ▶ (617) 995-1975
Located at ▶ 625 MT AUBURN ST., CAMBRIDGE, MA ZIP+4 ▶ 02138

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See 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.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☒ Yes ☐ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______ , ______ , ______ , ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______ , ______ , ______ , ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?		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)? ☒ 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** Yes: X

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? SEE STATEMENT 13 ☒ 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: X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		537,454.	134,363.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JACQUELINE O'NEILL - HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	DIRECTOR 40.00	153,777.	38,444.	0.
MIRSAD JACEVIC - HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	CHIEF TRAINING OFFICER 40.00	139,769.	34,942.	0.
LINA NEALON - HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	DIRECTOR, POLICY & OUTREACH 40.00	138,658.	34,664.	0.
ANGELIC YOUNG - HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	SENIOR COORDINATOR 40.00	95,000.	23,750.	0.
DEBORAH CAVIN - HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	SENIOR ADVISOR 20.00	83,594.	20,899.	0.

Total number of other employees paid over $50,000 ▶ 16

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
HUNT ALTERNATIVES LLC 625 MT AUBURN ST, CAMBRIDGE, MA 02138	ADMINISTRATIVE SERVICES	1785431.
MISSION MEASUREMENT 2 N. LASALLE ST, CHICAGO, IL 60602	PROGRAM CONSULTING	198,450.
CAROL EDGAR HAF,625 MT AUBURN ST, CAMBRIDGE, CA 02138	PUBLIC RELATIONS CONSULTING	75,832.
PRECISION STRATEGIES 1121 14TH ST. NW, WASHINGTON, DC 20005	PROGRAM CONSULTING	60,000.
KATHERINE ARCHULETA HAF,625 MT AUBURN ST, CAMBRIDGE, MA 02138	STRATEGIC CONSULTING	54,456.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 INCLUSIVE SECURITY ADVOCATES FOR THE FULL PARTICIPATION OF ALL STAKEHOLDERS, ESPECIALLY WOMEN, IN PEACE PROCESSES. ACTIVITIES INCLUDE TRAININGS, MEETINGS, CONFERENCES.	4,772,454.
2 DEMAND ABOLITION SEEKS TO ABOLISH THE ILLEGAL COMMERCIAL SEX INDUSTRY IN THE UNITED STATES BY ERADICATING THE DEMAND FOR PURCHASED SEX.	700,468.
3 SEE STATEMENT 14	682,511.
4	

Part IX-B Summary of Program-Related Investments

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

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	0.
b	Average of monthly cash balances	1b	1,751,963.
c	Fair market value of all other assets	1c	1,192,795.
d	**Total** (add lines 1a, b, and c)	1d	2,944,758.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	2,944,758.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	44,171.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,900,587.
6	**Minimum investment return.** Enter 5% of line 5	6	145,029.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ [X] and do not complete this part.)

1	Minimum investment return from Part X, line 6		1	
2a	Tax on investment income for 2013 from Part VI, line 5	2a		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	
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	

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	8,110,225.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	8,110,225.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	8,110,225.

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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years: ______ , ______ , ______				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e				
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (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				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount - see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7				
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶ 06/05/98

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	5,426.	5,683.	2,667.	2,219.	15,995.
b 85% of line 2a	4,612.	4,831.	2,267.	1,886.	13,596.
c Qualifying distributions from Part XII, line 4 for each year listed	8,110,225.	9,655,646.	5,997,009.	4,570,257.	28,333,137.
d Amounts included in line 2c not used directly for active conduct of exempt activities	90,200.	164,452.	206,500.	499,500.	960,652.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	8,020,025.	9,491,194.	5,790,509.	4,070,757.	27,372,485.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets	2,074,578.	5,673,257.	1,700,264.	1,854,766.	11,302,865.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)	2,074,578.	5,673,257.	1,700,264.	1,854,766.	11,302,865.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0.
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)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

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).)

SWANEE HUNT

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 ▶ [X] 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 address 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: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BREAKING FREE PO BOX 4366 ST PAUL, MN 55104	NONE	PUBLIC CHARITY	DEMAND ABOLITION PROGRAM GRANT	1,000.
LATIN AMERICA EDUATIONAL FOUNDATION 561 SANTE FE DRIVE DENVER, CO 80204	NONE	PUBLIC CHARITY	POLITICAL PARITY PROGRAM GRANT	1,000.
MARY ROBINSON FOUNDATION , DONNYBROOK DUBLIN 4, IRELAND	NONE	EXPENDITURE RESPONSIBILITY	WOMEN, PEACE & SECURITY, IIS PROGRAM GRANT	80,000.
MY LIFE MY CHOICE 989 COMMONWEALTH AVENUE BOSTON, MA 02215	NONE	PUBLIC CHARITY	DEMAND ABOLITION PROGRAM GRANT	2,000.
NOMI NETWORK 255 W 36TH ST, 8TH FLR NEW YORK, NY 10018	NONE	PUBLIC CHARITY	DEMAND ABOLITION PROGRAM GRANT	1,200.
Total SEE CONTINUATION SHEET(S)			▶ 3a	90,200.
b Approved for future payment				
NATIONAL HISPANIC LEADERSHIP AGENDA 815 16TH ST NW WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	POLITICAL PARITY PROGRAM GRANT	25,000.
Total			▶ 3b	25,000.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	3,435.	
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					758.
11 Other revenue:					
a BOOK ROYALTIES					1,095.
b FOREIGN EXCHANGE					138.
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		3,435.	1,991.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 5,426.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
10	CURRICULUM AND BOOK SALES RELATE TO INSTITUE FOR INCLUSIVE SECURITY
11	PROGRAM AND ADVANCE SOCIAL CHANGE RELATING TO WOMEN, PEACE AND
	SECURITY
11	FOREIGN EXCHANGE OCCURS WITH INTERNATIONAL PROGRAMMATIC TRAVEL

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Paul French — 5/14/14 — CFO

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
JOSEPH M. GISO, MST	Joseph M Giso	5/14/14		P00030126

Firm's name ▶ CBIZ TOFIAS — Firm's EIN ▶ 26-3753134

Firm's address ▶ 500 BOYLSTON ST BOSTON, MA 02116 — Phone no. (617)761-0600

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SHARED HOPE INTERNATIONAL PO BOX 65337 VANCOUVER, WA 98665	NONE	PUBLIC CHARITY	DEMAND ABOLITION PROGRAM GRANT	5,000.
Total from continuation sheets				5,000.

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
HUNT ALTERNATIVES FUND	04-3397500

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
HUNT ALTERNATIVES FUND	04-3397500

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE BOSTON FOUNDATION 75 ARLINGTON ST BOSTON, MA 02116	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	JOANIE BRONFMAN 1731 BEACON ST, APT 517 BROOKLINE, MA 02445	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
3	SWANEE HUNT FAMILY FOUNDATION 625 MT AUBURN STREET CAMBRIDGE, MA 02138	$ 4,195,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
4	ANN LOVELL 2995 E MANZANITA RIDGE PLACE TUSCON, AZ 85718	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
5	ABIGAIL DISNEY & PIERRE HAUSER 444 LAKESIDE DRIVE BURBANK, CA 91505	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
6	JOHN D. AND CATHERINE T. MACARTHUR FOUNDATION 140 SOUTH DEARBORN ST CHICAGO, IL 60603	$ 150,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
HUNT ALTERNATIVES FUND	04-3397500

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	MIKE AND DEBRA DECKER 3301 DREXEL DRIVE DALLAS, TX 75205	$ 10,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
8	PATRICIA HEOFLER 7831 ABERDEEN ROAD BETHESDA, MD 20814	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
9	HAROLD SIMMONS FOUNDATION 5430 LBJ FREEWAY, DALLAS, TX 75240	$ 15,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
10	AFGHAN WOMENS NETWORK SECOND SQUARE OF KARTA PARWAN HOUSE# 22 KABUL, AFGHANISTAN	$ 25,067.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
11	PLOUGHSHARES FUND 1808 WEDEMEYER ST SAN FRANCISCO, CA 94129	$ 75,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
12	ELAINE NONNEMAN 226 21ST STREET AVE E SEATTLE, WA 98112	$ 50,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
HUNT ALTERNATIVES FUND	04-3397500

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
13	DOCKSER FAMILY FOUNDATION 11200 ROCKVILLE PIKE ROCKVILLE, MD 20852	$ 25,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
14	RUETTGERS FAMILY CHARITABLE FOUNDATION 453 BEDFORD ROAD CARLISLE, MA 01741	$ 100,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
15	UNITED NATIONS DEVELOPMENT PROGRAMME ONE UNITED NATIONS PLAZA NEW YORK, NY 10017	$ 7,512.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
16	DEPT OF STATE, USSESSS 1701 N FT MEYER DRIVE, BERKELEY BLDG ARLINGTON, VA 22209	$ 183,228.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
17	DEPT OF STATE, INTL NARCOTICS AND LAW ENFORCEMENT AFFAIRS 2430 E ST NW, US DEPT OF STATE, ANNEX 4 SOUTH WASHINGTON, DC 20037	$ 12,800.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
18	CENTER FOR CIVIL SOCIETY AND DEMOCRACY IN SYRIA UGUR PLAZA IS MERKAZI, SEHITKAMIL NAIL BILEEN, GAZIANTEP, TURKEY CAD 3	$ 36,898.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization: HUNT ALTERNATIVES FUND

Employer identification number: 04-3397500

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
19	ARSENAULT FAMILY FOUNDATION 525 ZANG ST BROOMFIELD, CO 80021	$ 20,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
20	FIDELITY CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI, OH 45277	$ 5,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
21	CARNEGIE CORPORATION 437 MADISON AVENUE NEW YORK, NY 10022	$ 6,607.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization

HUNT ALTERNATIVES FUND

Employer identification number

04-3397500

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

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

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

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

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

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

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

Name of organization: HUNT ALTERNATIVES FUND

Employer identification number: 04-3397500

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

Use duplicate copies of Part III if additional space is needed.

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

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

(e) Transfer of gift

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

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
BOSTON PRIVATE BANK & TRUST	3,435.	3,435.	3,435.
TOTAL TO PART I, LINE 3	3,435.	3,435.	3,435.

FORM 990-PF | INCOME AND COST OF GOODS SOLD INCLUDED ON PART I, LINE 10 | STATEMENT 2

INCOME

1. GROSS RECEIPTS	818	
2. RETURNS AND ALLOWANCES		
3. LINE 1 LESS LINE 2		818
4. COST OF GOODS SOLD (LINE 15)	60	
5. GROSS PROFIT (LINE 3 LESS LINE 4)		758
6. OTHER INCOME		
7. GROSS INCOME (ADD LINES 5 AND 6)		758

COST OF GOODS SOLD

8. INVENTORY AT BEGINNING OF YEAR		
9. MERCHANDISE PURCHASED		
10. COST OF LABOR		
11. MATERIALS AND SUPPLIES		
12. OTHER COSTS	60	
13. ADD LINES 8 THROUGH 12		60
14. INVENTORY AT END OF YEAR		
15. COST OF GOODS SOLD (LINE 13 LESS LINE 14)		60

FORM 990-PF — COST OF GOODS SOLD - OTHER COSTS — STATEMENT 3

DESCRIPTION	AMOUNT
COMMISSIONS & PROCESSING FEES	60.
TOTAL OTHER COSTS	60.

FORM 990-PF — OTHER INCOME — STATEMENT 4

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOOK ROYALTIES	1,095.	0.	1,095.
FOREIGN EXCHANGE	138.	0.	138.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,233.	0.	1,233.

FORM 990-PF — LEGAL FEES — STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LAW OFFICES OF JEFF GOLDMAN	7,050.	0.	0.	7,050.
OTHER ATTORNEYS	1,950.	0.	0.	4,286.
TO FM 990-PF, PG 1, LN 16A	9,000.	0.	0.	11,336.

FORM 990-PF — ACCOUNTING FEES — STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CBIZ TOFIAS/ MAYER HOFFMAN MCCANN	24,325.	0.	0.	25,250.
TO FORM 990-PF, PG 1, LN 16B	24,325.	0.	0.	25,250.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER CONSULTANTS	394,190.	0.	0.	376,091.
KAREN MCLAUGHLIN	36,250.	0.	0.	34,050.
PRECISION STRATEGIES	60,000.	0.	0.	60,000.
MISSION MEASUREMENT	198,450.	0.	0.	198,450.
CAROL EDGAR	55,027.	0.	0.	75,832.
MICHAL HATUEL	34,170.	0.	0.	34,123.
KATHERINE ARCHULETA	54,456.	0.	0.	54,456.
LAURA HEATON	60,229.	0.	0.	42,324.
RESEARCH INST. FOR WOMEN PEACE & SEC.	40,000.	0.	0.	40,000.
KOYA LEADERSHIP PARTNERS	37,000.	0.	0.	37,000.
JESSICA NEUWIRTH	33,001.	0.	0.	33,001.
HUNT ALTERNATIVES LLC	1,602,836.	0.	0.	1,785,432.
TO FORM 990-PF, PG 1, LN 16C	2,605,609.	0.	0.	2,770,759.

FORM 990-PF	TAXES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	200.	0.	0.	0.
TO FORM 990-PF, PG 1, LN 18	200.	0.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT 9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL DEVELOPMENT	15,331.	0.	0.	14,321.
PAYROLL ADMINISTRATION FEES	15,093.	0.	0.	15,093.
AUDIO/VISUAL	1,368.	0.	0.	1,479.
BANK SERVICE CHARGES	1,922.	0.	0.	1,982.
INFORMATION TECHNOLOGY	53,832.	0.	0.	58,786.
INSURANCE	18,931.	0.	0.	19,445.
MISCELLANEOUS	9,086.	0.	0.	9,087.
OFFICE EXPENSES & SUPPLIES	20,732.	0.	0.	21,044.

POSTAGE & SHIPPING	7,556.	0.	0.	7,848.
REFERENCE MATERIALS	64,159.	0.	0.	66,140.
STATE FILING FEES	1,744.	0.	0.	1,723.
TELECOMMUNICATIONS	79,920.	0.	0.	80,123.
TEMPORARY HELP	6,819.	0.	0.	8,456.
SHARED OFFICE COSTS	311,383.	0.	0.	318,498.
TRAINING & SUPPORT (NONPERSONNEL)	2,220.	0.	0.	2,220.
TO FORM 990-PF, PG 1, LN 23	610,096.	0.	0.	626,245.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	100,254.	100,254.	0.
FURNITURE & FIXTURES	46,950.	45,207.	1,743.
LEASEHOLD IMPROVEMENTS	52,427.	9,016.	43,411.
EQUIPMENT	32,483.	32,483.	0.
FURNITURE & FIXTURES	4,631.	4,045.	586.
FURNITURE & FIXTURES	26,151.	7,161.	18,990.
FURNITURE & FIXTURES	95,730.	19,374.	76,356.
FURNITURE & FIXTURES	7,500.	1,429.	6,071.
LEASEHOLD IMPROVEMENTS	460,395.	68,878.	391,517.
LEASEHOLD IMPROVEMENTS	15,850.	834.	15,016.
TOTAL TO FM 990-PF, PART II, LN 14	842,371.	288,681.	553,690.

FORM 990-PF OTHER LIABILITIES STATEMENT 11

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED LIABILITY - RENT	643,529.	646,268.
TOTAL TO FORM 990-PF, PART II, LINE 22	643,529.	646,268.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
SWANEE HUNT C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR, CHAIR 10.00	0.	0.	0.
MARVA HAMMONS C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	SECRETARY, DIRECTOR 2.00	0.	0.	0.
LILLIAN SHUFF C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
FERN PORTNOY C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
ALICE F. EMERSON C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
SARAH GAUGER C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	PRESIDENT 40.00	204,600.	51,150.	0.
MEGHAN SEIDMAN C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	VICE PRESIDENT 40.00	175,077.	43,769.	0.
LORETTA FEEHAN C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	TREASURER, DIRECTOR 2.00	0.	0.	0.
EVELYN THORNTON C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	CHIEF EXECUTIVE OFFICER 40.00	157,777.	39,444.	0.

RODNEY SHUFF C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
WILLIAM SNYDER C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
JANE LUTE C/O HUNT ATLERNATIVES, 625 MT AUBURN ST. CAMBRIDGE, MA 02138	DIRECTOR 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		537,454.	134,363.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 13
PART VII-B, LINE 5C

GRANTEE'S NAME

MARY ROBINSON FOUNDATION

GRANTEE'S ADDRESS

6 SOUTH LEINSTER ST
DUBLIN, IRELAND

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
80,000.	12/17/13	0.

PURPOSE OF GRANT

LEVERAGING THE LEADERSHIP OF WOMEN ON CLIMATE JUSTICE SPECIFICALLY TO CONVENE A MEETING OF HIGH LEVEL WOMEN LEADERS ON WOMEN'S EMPOWERMENT RELATED TO CLIMATE JUSTICE,TO CONDUCT RESEARCH ON INTERGENERATIONAL EQUITY WITH A UNIFYING THEME OF CLIMATE JUSTICE AND TO PERFORM SITE VISTS WITH GRASSROOTS WOMEN'S ORGANIZATIONS IN REGIONS COPING WITH CLIMATE CHANGE.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 14

ACTIVITY THREE

POLITICAL PARITY'S GOAL IS TO INCREASE THE NUMBER OF WOMEN IN HIGH-LEVEL POLITICAL OFFICES VIA NONPARTISAN ACTIVITIES WHICH EDUCATE ALL STAKEHOLDERS FOR THE NEED FOR MORE WOMEN IN HIGH ELECTED OFFICES IN THE U.S.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 3	682,511.

2013 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
14	FURNITURE & FIXTURES	053102	200DB	7.00	17	100,254.			100,254.	100,254.		0.
16	(D)EQUIPMENT	053102	200DB	5.00	17	2,499.			2,499.	2,499.		0.
19	(D)EQUIPMENT	053103	200DB	5.00	17	5,883.			5,883.	5,882.		0.
20	FURNITURE & FIXTURES	053007	200DB	7.00	17	46,950.			46,950.	41,015.		4,192.
21	LEASEHOLD IMPROVEMENTS	041307	SL	39.00	17	52,427.			52,427.	7,672.		1,344.
22	EQUIPMENT	041307	200DB	5.00	17	32,483.			32,483.	32,483.		0.
23	FURNITURE & FIXTURES	063008	200DB	7.00	17	4,631.			4,631.	3,632.		413.
25	FURNITURE & FIXTURES	012612	SL	7.00	16	26,151.			26,151.	3,425.		3,736.
26	FURNITURE & FIXTURES	081412	SL	7.00	16	95,730.			95,730.	5,698.		13,676.
27	FURNITURE & FIXTURES	091912	SL	7.00	16	7,500.			7,500.	357.		1,072.
28	LEASEHOLD IMPROVEMENTS	060112	SL	10.58	16	460,395.			460,395.	25,376.		43,502.
29	LEASEHOLD IMPROVEMENTS	070113	SL	9.50	16	15,850.			15,850.			834.
	* TOTAL 990-PF PG 1 DEPR					850,753.		0.	850,753.	228,293.	0.	68,769.

328102 05-01-13

(D) - Asset disposed

* ITC, Section 179, Salvage, Bonus, Commercial Revitalization Deduction

AMENDED AND RESTATED
BYLAWS
OF
HUNT ALTERNATIVES FUND

ARTICLE I
OFFICES

The principal office of the corporation shall be at 625 Mt. Auburn Street, Cambridge, Massachusetts, 02138. The corporation may also have offices at such other places within or without the State of Colorado as the board of directors may from time to time determine or as the business of the corporation may require.

ARTICLE II
MEMBERS

Section 2.1 Sole Member. The sole member of the corporation shall be Swanee Hunt or her successors, and the sole member shall have the sole power and authority to appoint and remove directors of the corporation.

Section 2.2 Regular Annual Meeting. A regular annual meeting of the sole member shall be held at such time as determined by the sole member, and no notice shall be required therewith. The annual meeting of the sole member shall be for the purpose of allowing the sole member to elect directors.

Section 2.3 Written Consent of Sole Member. Any action that may be taken by a vote at a meeting of the sole member may be taken without a meeting if the action is evidenced by one or more written consents describing the action taken, signed by the sole member and delivered to the Secretary for inclusion in the minutes or for filing with the corporate records. Action taken under this Section 2.3 is effective when the sole member has signed the consent unless the consent specifies a different effective date. Such consent has the same force and effect as a unanimous vote of the sole member and may be stated as such in any document.

ARTICLE III
BOARD OF DIRECTORS

Section 3.1 Board of Directors. The business of the corporation shall be managed by a board of directors, consisting of a minimum of one director and maximum of fifteen directors as determined from time to time by the sole member, who shall be at least 18 years of age but who need not be residents of the State of Colorado.

Section 3.2 Election and Term. At all times, the members of the board of directors shall hold officer for a term of one year. At the annual meeting of the sole member in which the term of any of the directors is to expire, the sole member shall elect successors for the directors whose terms are expiring. Each director shall hold office until his/her successor has been elected and qualified, or until his/her death, resignation or removal.

Section 3.3 Vacancies. Any director may resign at any time by giving written notice to the Chair or the Secretary of the corporation. A director's resignation shall take effect at the time specified in such notice, and unless specified therein, the acceptance of such resignation shall not be necessary to make it effective. Any vacancy occurring in the board of directors may be filled by the sole member. A director elected to fill a vacancy shall be elected for the unexpired term of such director's predecessor in office. Any directorship to be filled by reason of an increase in the number of directors shall be filled by the affirmative vote of the sole member. Any director may be removed at any time, with or without cause, by vote of the sole member.

Section 3.4 Place and Time of Board Meetings. The board of directors may hold its meetings at the office of the corporation or at such other places, either within or without the State of Colorado, as it may from time to time determine. If the meeting is held without the State of Colorado, notice must be given by mail or electronically transmitted not less than five days before the meeting, and said notice shall contain the date, place and purpose of the meeting. Notice is given for purposes of mail when deposited in the United States mail with postage prepaid and given electronically when sent.

Section 3.5 Regular Annual Meeting. A regular annual meeting of the board of directors shall be held at such time as determined by the board of directors, and no notice shall be required therewith. The annual meeting of the board of directors shall be for the purpose of electing or appointing officers, and the transaction of such business as may come before the meeting.

Section 3.6 Notice of Meetings of the Board of Directors; Adjournment.

Section 3.6.1 Regular meetings of the board of directors may be held without notice at such time and place as the board of directors shall from time to time determine. Special meetings of the board of directors shall be held upon notice to the directors and may be called by the Chair upon two days notice to each director either personally or by mail, telegraph, telecopy, telephone, cable or wireless, except as provided in Section 3.11 of this Article. Special meetings shall be called by the Chair or the Secretary in a like manner at the written request of any director. Notice of a meeting need not be given to any director who submits a waiver of notice, whether before or after the meeting, or who attends the meeting without objecting at the beginning of the meeting to the holding of the meeting or the transacting of business at the meeting.

Section 3.6.2 A majority of the directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. Notice of the adjournment shall be given to all directors who are absent at the time of the adjournment and, unless such time and place are announced at the meeting, to the other directors.

Section 3.6.3 The board of directors or any committee thereof may participate in a meeting of the board of directors or such committee by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Such participation shall constitute presence in person at the meeting by such director.

Section 3.7 Chair. At all meetings of the board of directors, the Chair, or in her absence, the Vice Chair, shall preside. In the event the Vice Chair is unable to serve, the Secretary shall serve as chairperson of the board of directors. In the event the Secretary is unable to serve, the Treasurer shall serve as chairperson of the board of directors.

Section 3.8 Junior Board of Directors. The board of directors, by resolution adopted by a majority of the entire board of directors, may authorize the formation of a junior board of directors, and such junior board of directors shall have no voting power or privileges, but shall be permitted to participate in board of director meetings at the discretion of the board of directors.

Section 3.9 Executive or Other Committees. The board of directors, by resolution adopted by a majority of the entire board of directors, may designate from among its members an executive committee and other committees, each consisting of two or more directors. Each such committee of the board of directors shall serve at the pleasure of the board of directors. No such committee shall have the power or authority to: (a) amend, restate, alter or repeal the Articles of Incorporation of the corporation; (b) amend, alter or repeal these or any other Bylaws of the corporation; (c) elect, appoint or remove any member of any such committee or any officer or director of the corporation; (d) adopt a plan of merger or consolidation with any other corporation; (e) authorize the sale, lease, exchange or mortgage of all or substantially all of the property and assets of the corporation; (f) authorize the voluntary dissolution of the corporation or revoke any proceedings for the voluntary dissolution of the corporation; (g) adopt any plan for the distribution of the assets of the corporation; (h) amend, alter or repeal any resolution of the board of directors which by its terms does not expressly provide that it may be amended, altered or repealed by such committee; or (i) take any other action prohibited by law. All committees of the board of directors shall keep regular minutes of their respective transactions and shall report their actions to the board of directors at the meeting of the board of directors follow such actions.

Section 3.10 Compensation. No compensation shall be paid to directors, as such, for their service, but by resolution of the board of directors, payment or reimbursement of expenses for actual attendance at each regular or special meeting of the board of directors may be authorized. In lieu in compensation, the corporation may allow directors to direct certain funds of the corporation to charitable gifts of such director's choice in compliance with any terms, conditions or policies of the corporation. Nothing herein contained shall be construed to preclude any director from serving the corporation in any other capacity and receiving compensation therefor or for being reimbursed for expenses in connection therewith.

Section 3.11 Presumption of Assent. A director of the corporation who is present at a meeting of the board of directors or a committee of the board of directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless he/she objects at the beginning of such meeting to the holding of the meeting or the transacting of the business at the meeting and either (a) he/she contemporaneously requests that its dissent from the action taken be entered in the minutes of such meeting, or (b) he/she files its written dissent to such action with the person presiding at the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary of the corporation immediately after the adjournment of the meeting. The right of a director to dissent as to a specific action taken in a meeting of the board of directors or a committee of the board of directors pursuant to this Section 3.10 is not available to a director who votes in favor of such action.

Section 3.12 Written Consent of Directors. Any action that may be taken by a vote at a meeting of the board of directors or a committee of the board of directors may be taken without a meeting if the action is evidenced by one or more written consents describing the action taken, signed by each director or committee member, and delivered to the Secretary for inclusion in the minutes or for filing with the corporate records. Action taken under this Section 3.11 is effective when all directors or committee members have signed the consent unless the consent specifies a different effective date. Such consent has the same force and effect as a unanimous vote of the directors or committee members and may be stated as such in any document.

ARTICLE IV
OFFICERS AND AGENTS

Section 4.1 Offices, Election and Term of Office.

Section 4.1.1 The board of directors shall elect a Chair, a President, a Secretary and a Treasurer, and may elect such other officers as the board of directors may determine who shall have such duties, powers and functions as hereinafter provided.

Section 4.1.2 All officers that are elected or appointed shall hold office at the pleasure of the board of directors.

Section 4.2 Removal, Resignation, Salary, Etc.

Section 4.2.1 Any officer elected or appointed by the board of directors may be removed by the board of directors with or without cause.

Section 4.2.2 In the event of the death, resignation or removal of an officer, the board of directors in its discretion may elect or appoint a successor to fill the unexpired term.

Section 4.2.3 Any two or more offices may be held by the same person.

Section 4.2.4 The salaries, if any, of all officers shall be fixed by the board of directors from time to time; *provided*, that compensation shall only be paid for personal services which are reasonable and necessary to carry out the charitable, scientific, literary, religious and educational purposes of the corporation and shall not be excessive; and *provided* further that no compensation shall be paid to any governmental official, as defined in Section 4946(c) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws.

Section 4.3 Chair. The corporation shall have a Chair (the "**Chair**"), who shall preside at all meetings of the board of directors. Swanee Hunt shall be the Chair of the corporation until her death, resignation or incapacitation. For purposes of these Bylaws, "**incapacitation**" shall refer to a condition resulting in Swanee Hunt's incapacitation to such an extent, due to a medically determinable physical condition or mental condition that lasts for no less than 90 days and results in Swanee Hunt's inability to perform substantially all of her duties for the corporation that she performed prior to such incapacitation. Swanee Hunt's incapacitation shall be as determined by full consensus of the board of directors following consultation with physician or physicians as selected by the board of directors.

Section 4.4 Vice Chair. The Vice Chair of the corporation (the "**Vice Chair**") shall act as the chairperson of the Corporation in the event of the absence, death, resignation or incapacitation of the Chair.

Section 4.5 President. The President of the corporation (the "**President**") shall, subject to the direction of the board of directors: (i) be the chief executive officer of the corporation and have general and active control of its affairs and business and general supervision of its officers, agents and employees; (ii) see that all orders and resolutions of the board of directors are carried into effect; and (iii) perform all other duties incident to the office of the president and as from time to time may be assigned to such office by the board of directors.

Section 4.6 Secretary. The Secretary of the corporation (the "**Secretary**") shall (i) in the absence of the Vice Chair, serve as the chairperson of the board of directors, (ii) keep the minutes of the proceedings of the board of directors and any committees of the board of directors; (iii) see that all notices are duly given in accordance with the terms of these Bylaws or as required by law;

(iv) be custodian of the corporate records and of the seal of the corporation; and (v) in general, perform all duites incident to the office of secretary and such other duties as from time to time may be assigned to such office by the President or the board of directors.

Section 4.7 Treasurer. The Treasurer of the corporation (the "**Treasurer**") shall in the absence of the Secretary, serve as the chairperson of the board of directors, have custody of the corporate funds and securities and keep full and accurate accounts of receipts and disbursements in the corporate books. He/she shall deposit all money and other valuables in the name and to the credit of the corporation in such depositories as may be designated by the board of directors and disburse the funds of the corporation as may be ordered or authorized by the board of directors and preserve proper vouchers for such disbursements. He/she shall render to the President and the board of directors at the regular meetings of the board of directors, whenever they require it, an account of all its transactions as the Treasurer and of the financial condition of the corporation. The Treasurer shall be furnished, at his/her request, with such reports and statements as he/she may require from the corporate officers and agents as to all financial transactions of the corporation. In general, the Treasurer shall perform all duties as given to him by these Bylaws or as from time to time are assigned to him by the board of directors or the President.

Section 4.8 Assistant Officers. The board of directors may elect (or delegate to the President the right to appoint) such other officers and agents of the corporation as may be necessary or desirable for the business of the corporation. Such other officers may include one or more vice presidents, assistant secretaries and treasurers of the corporation who shall have the power and authority to act in place of the officer to whom they are elected or appointed as an assistant in the event of the officer's inability or unavailability to act in his/her official capacity. None of the foregoing assistant officers shall be members of the board of directors.

Section 4.9 Sureties and Bonds. In the case the board of directors shall so require, any officer or agent of the corporation shall execute to the corporation a bond in such sum and with such surety or sureties as the board of directors may direct. The bond shall be conditioned upon the officer's or agent's faithful performance of his/her duties to the corporation and shall include responsibility for negligence and for the accounting of all property, funds or securities of the corporation which may come into his/her hands.

ARTICLE V
FINANCES

The monies, securities and other valuable effects of the corporation shall be deposited in the name of the corporation in such banks or trust companies as the board of directors shall designate and shall be drawn out or removed only as may be authorized from time to time by the board of directors.

ARTICLE VI
CORPORATE SEAL

The seal of the corporation, if one is adopted by the board of directors, shall be circular in form and bear the name of the corporation and the words "Colorado" and "Seal." The seal may be used by causing it to be impressed directly on the instrument or writing to be sealed, or upon an adhesive substance affixed thereto.

ARTICLE VII
EXECUTION OF INSTRUMENTS

All corporate instruments and documents shall be signed or countersigned, executed, verified or acknowledged by such officer or officers or other person or persons as the board of directors may from time to time designate.

ARTICLE VIII
REFERENCES TO ARTICLES OF INCORPORATION

Reference to the Articles of Incorporation in these Bylaws shall include all amendments thereto or changes thereof unless specifically excepted.

ARTICLE IX
FISCAL YEAR

The fiscal year of the corporation shall be from January 1 through December 31, unless otherwise designated by the board of directors.

ARTICLE X
INDEMNIFICATION

The corporation shall, subject to the approval of a majority vote of the board of directors, indemnify any and all of its directors or officers, or former directors or officers, or any person who may have served at its requrest as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, to the fullest extent as provided by the laws of the State of Colorado.

ARTICLE XII
NONDISCRIMINATORY POLICY

The corporation shall make its services, facilities and programs available to all persons regardless of race, color, creed, gender, gender variance, age, disability, marital status, sexual orientation, or national origin, and the corporation shall not in any way discriminate against any person on the basis of race, color, creed, gender, gender variance, age, disability, marital status, sexual orientation or national origin.

ARTICLE XIII
BYLAW AMENDMENTS

These Bylaws may be amended, altered or repealed and new Bylaws may be adopted by the majority vote of the board of directors at any regular or special meeting.

ADOPTED, effective December 13, 2012