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For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation

GREEN FUND

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

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

City or town, state or province, country, and ZIP or foreign postal code

WESTMINSTER, CO 80031-1905

G Check all that apply:

 Initial return Final return Address change Initial return of a former public charity Amended return Name change

H Check type of organization:

 Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 9,739,751.

J Accounting method: Cash Accrual
 Other (specify) _____

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

| | | | | |
|--|-----------|-----------|------|---------|
| 1 Contributions, gifts, grants, etc., received (attach schedule) | | | | |
| 2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| 3 Interest on savings and temporary cash investments | | | | |
| 4 Dividends and interest from securities | 225,704 | 225,704 | | STMT 1 |
| 5a Gross rents | | | | |
| b Net rental income or (loss) | | | | |
| 6a Net gain or (loss) from sale of assets not on line 10 | 856,401 | | | |
| b Gross sales price for all assets on line 6a | 2,677,239 | | | |
| 7 Capital gain net income (from Part IV, line 2) | | 856,401 | | |
| 8 Net short-term capital gain | | | | |
| 9 Income modifications | | | | |
| 10a Gross sales less returns and allowances | | | | |
| b Less. Cost of goods sold | | | | |
| c Gross profit or (loss) (attach schedule) | | | | |
| 11 Other income (attach schedule) | | | | |
| 12 Total. Add lines 1 through 11 | 1,082,105 | 1,082,105 | | |
| 13 Compensation of officers, directors, trustees, etc. | | | | |
| 14 Other employee salaries and wages | | NONE | NONE | |
| 15 Pension plans, employee benefits | | NONE | NONE | |
| 16a Legal fees (attach schedule) | | | | |
| b Accounting fees (attach schedule) | 2,150 | NONE | NONE | 2,150 |
| c Other professional fees (attach schedule) | 44,739 | 33,554 | | 11,185 |
| 17 Interest | | | | |
| 18 Taxes (attach schedule) (see instructions) | 19,029 | 3,241 | | 15,788 |
| 19 Depreciation (attach schedule) and depletion | | | | |
| 20 Occupancy | | | | |
| 21 Travel, conferences, and meetings | | NONE | NONE | |
| 22 Printing and publications | | NONE | NONE | |
| 23 Other expenses (attach schedule) | 8,398 | 8,398 | | |
| 24 Total operating and administrative expenses. | | | | |
| Add lines 13 through 23 | 74,316 | 45,193 | NONE | 29,123 |
| 25 Contributions, gifts, grants paid | 480,000 | | | 480,000 |
| 26 Total expenses and disbursements Add lines 24 and 25 | 554,316 | 45,193 | NONE | 509,123 |
| 27 Subtract line 26 from line 12: | | | | |
| a Excess of revenue over expenses and disbursements | 527,789 | | | |
| b Net investment income (if negative, enter -0-) | | 1,036,912 | | |
| c Adjusted net income (if negative, enter -0-) | | | | |

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ENVELOPE POSTMARK DATE JUL 14 2014

SCANNED JUL 29 2014

Operating and Administrative Expenses

| 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 | | | |
| | 2 | Savings and temporary cash investments | 1,801,419. | 324,008. | 324,008. |
| | 3 | Accounts receivable ► | | | |
| | | Less: allowance for doubtful accounts ► | | | |
| | 4 | Pledges receivable ► | | | |
| | | Less: allowance for doubtful accounts ► | | | |
| | 5 | Grants receivable | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 | Other notes and loans receivable (attach schedule) ► | | | |
| | | Less: allowance for doubtful accounts ► | NONE | | |
| | 8 | Inventories for sale or use | | | |
| | 9 | Prepaid expenses and deferred charges | | | |
| | 10 a | Investments - U.S. and state government obligations (attach schedule) | STMT 8. | 518,886. | 418,382. |
| | b | Investments - corporate stock (attach schedule) | STMT 9. | 3,633,696. | 4,265,242. |
| | c | Investments - corporate bonds (attach schedule) | STMT 11. | 1,005,347. | 2,213,337. |
| Liabilities | 11 | Investments - land, buildings, and equipment basis ► | | | |
| | | Less: accumulated depreciation ► | | | |
| | | (attach schedule) | | | |
| | 12 | Investments - mortgage loans | | | |
| | 13 | Investments - other (attach schedule) | STMT 13. | 473,000. | 722,678. |
| Net Assets or Fund Balances | 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) | | 7,432,348. | 7,943,647. |
| 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) | | | NONE |
| | | Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | |
| | 24 | Unrestricted | | | |
| | 25 | Temporarily restricted | | | |
| | 26 | Permanently restricted | | | |
| Net Assets or Fund Balances | | Foundations that do not follow SFAS 117, ► <input checked="" type="checkbox"/> check here and complete lines 27 through 31. | | | |
| | 27 | Capital stock, trust principal, or current funds | | 7,432,348. | 7,943,647. |
| | 28 | Paid-in or capital surplus, or land, bldg., and equipment fund | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | 7,432,348. | 7,943,647. |
| | 30 | Total net assets or fund balances (see instructions) | | 7,432,348. | 7,943,647. |
| Part III Analysis of Changes in Net Assets or Fund Balances | 31 | Total liabilities and net assets/fund balances (see instructions) | | 7,432,348. | 7,943,647. |

| | | | |
|---|--|---|------------|
| 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 | 7,432,348. |
| 2 | Enter amount from Part I, line 27a | 2 | 527,789. |
| 3 | Other increases not included in line 2 (itemize) ► | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 7,960,137. |
| 5 | Decreases not included in line 2 (itemize) ► NET ADJUSTMENT TO FUND BALANCE | 5 | 16,490. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 7,943,647. |

Form 990-PF (2013)

Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|--|---|---|---|--------------------------------------|----------------------------------|
| 1a PUBLICLY TRADED SECURITIES | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | |
| a 2,677,239. | | 1,820,838. | 856,401. | | |
| 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 | 856,401. | | |
| 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 | 856,401. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 | { } | | 3 | | |

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

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

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

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

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

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col. (b) divided by col. (c)) |
|--|--|--|---|
| 2012 | 551,652. | 8,812,597. | 0.062598 |
| 2011 | 442,853. | 10,177,108. | 0.043515 |
| 2010 | 469,869. | 8,928,693. | 0.052625 |
| 2009 | 435,700. | 7,751,479. | 0.056209 |
| 2008 | 539,626. | 9,227,809. | 0.058478 |
| 2 Total of line 1, column (d) | | | 2 0.273425 |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | | | 3 0.054685 |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 | | | 4 9,287,112. |
| 5 Multiply line 4 by line 3 | | | 5 507,866. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 10,369. |
| 7 Add lines 5 and 6 | | | 7 518,235. |
| 8 Enter qualifying distributions from Part XII, line 4 | | | 8 509,123. |

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

| Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions) | | |
|---|---|---------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1. | |
| Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b | |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0) | |
| 3 | Add lines 1 and 2 | |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0) | |
| 5 | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | |
| 6 | Credits/Payments: | |
| a | 6a | 13,104. |
| b | 6b | NONE |
| c | 6c | 7,634. |
| d | 6d | |
| 7 | Total credits and payments. Add lines 6a through 6d | |
| 8 | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached | |
| 9 | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed ► | |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ► | |
| 11 | Enter the amount of line 10 to be: Credited to 2014 estimated tax ► <input type="checkbox"/> Refunded ► <input type="checkbox"/> 11 | |

Part VII-A Statements Regarding Activities

| | | |
|----|-----|----|
| 1a | Yes | No |
| 1a | | X |
| 1b | | X |
| 1c | | X |
| 2 | | X |
| 3 | | X |
| 4a | | X |
| 4b | | |
| 5 | | X |
| 6 | X | |
| 7 | X | |
| 8a | | |
| b | | |
| 9 | | X |
| 10 | | X |

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?

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?

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.

1c Did the foundation file Form 1120-POL for this year?

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?

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

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?

b If "Yes," has it filed a tax return on Form 990-T for this year?

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?

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?

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

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.

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.

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.

Part VII-A Statements Regarding Activities (continued)

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

| | Yes | No |
|---|------------------------------|--|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | | |
| Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/> | | |
| 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? | | 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? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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). | | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No |
| b If "Yes," did it have excess business holdings in 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). | | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | | |
| 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? | | X |
| 4b | | X |

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

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

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

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

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b. If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

Organizations relying on a current notice regarding disaster assistance check here ► c. If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a. Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b. Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.

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

b. If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---------------------------------------|
| ANN C WYLIE 16244 BACHELORS RD, OLNEY, MD 20832 | PRESIDENT 2 | -0- | -0- | -0- |
| KATHRYN A PORTER 4155 W 105TH PL, WESTMINSTER, CO 80031-1905 | VICE-PRESIDENT/S 2 | -0- | -0- | -0- |
| MAGGIE FOX 4346 PRADO DR, BOULDER, CO 80303 | DIRECTOR 2 | -0- | -0- | -0- |
| ----- | | | | |

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

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

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

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | NONE |
| ----- | | |
| ----- | | |
| ----- | | |
| ----- | | |
| ----- | | |
| Total number of others receiving over \$50,000 for professional services ► | | NONE |

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

Expenses

1NONE

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

1NONE

2

All other program-related investments See instructions

3NONE

Total. Add lines 1 through 3 ►

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

| | | | |
|---|---|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 8,885,360. |
| b | Average of monthly cash balances | 1b | 543,180. |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | Total (add lines 1a, b, and c) | 1d | 9,428,540. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 9,428,540. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 141,428. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 9,287,112. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 464,356. |

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 | 464,356. |
| 2a | Tax on investment income for 2013 from Part VI, line 5 | 2a | 20,738. |
| b | Income tax for 2013. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 20,738. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 443,618. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | NONE |
| 5 | Add lines 3 and 4 | 5 | 443,618. |
| 6 | Deduction from distributable amount (see instructions) | 6 | NONE |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 443,618. |

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 | 509,123. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the: | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 509,123. |
| 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 | N/A |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 509,123. |

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 2012 | (c) 2012 | (d) 2013 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7 | | | | 443,618. |
| 2 Undistributed income, if any, as of the end of 2013: | | | 277,490. | |
| a Enter amount for 2012 only | | NONE | | |
| b Total for prior years: 20 11 ,20 ,20 | | | | |
| 3 Excess distributions carryover, if any, to 2013: | | | | |
| a From 2008 | NONE | | | |
| b From 2009 | NONE | | | |
| c From 2010 | NONE | | | |
| d From 2011 | NONE | | | |
| e From 2012 | NONE | | | |
| f Total of lines 3a through e | NONE | | | |
| 4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 509,123. | | | 277,490. | |
| a Applied to 2012, but not more than line 2a | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d Applied to 2013 distributable amount | | | | 231,633. |
| e Remaining amount distributed out of corpus | NONE | | | |
| 5 Excess distributions carryover applied to 2013 . (If an amount appears in column (d), the same amount must be shown in column (a).) | NONE | | | NONE |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | NONE | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | NONE | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | | NONE | |
| e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions | | | | |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 | | | | 211,985. |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | NONE | | | |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) | NONE | | | |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a | NONE | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2009 | NONE | | | |
| b Excess from 2010 | NONE | | | |
| c Excess from 2011 | NONE | | | |
| d Excess from 2012 | NONE | | | |
| e Excess from 2013 | NONE | | | |

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

NOT APPLICABLE

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 ►

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

4942(j)(3) or

4942(j)(5)

| 2a | Tax year | Prior 3 years | | | | (e) Total |
|---|----------|---------------|----------|----------|----------|-----------|
| | | (a) 2013 | (b) 2012 | (c) 2011 | (d) 2010 | |
| a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | | |
| b 85% of line 2a | | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed . . | | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | | |
| a "Assets" alternative test - enter: | | | | | | |
| (1) Value of all assets | | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | | |
| c "Support" alternative test - enter: | | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | | |
| (3) Largest amount of support from an exempt organization. | | | | | | |
| (4) Gross investment income . | | | | | | |

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

N/A

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

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

a The name, address, and telephone number or e-mail 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 | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|--|--|--------------------------------------|-------------------------------------|----------|
| Name and address (home or business) | | | | |
| a Paid during the year | | | | |
| SEE STATEMENT 23 | | | | 480,000. |
| Total | | | ► 3a | 480,000. |
| b Approved for future payment | | | | |
| Total | | | ► 3b | |

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated. | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions) |
|--|---------------------------|---------------|--------------------------------------|---------------|--|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue: | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | | | |
| 4 Dividends and interest from securities | | | 14 | 225,653. | |
| 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 | | | 14 | 4. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 856,401. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: a | | | | | |
| b <u>CSBT SHORT-TERM CA</u> | | | 14 | 47. | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 1,082,105. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | 13 | 1,082,105. |
| (See instructions for line 13 in section 513, Exclusion of unrelated business income.) | | | | | |

Relationship of Activities to the Accomplishment of Exempt Purposes

NOT APPLICABLE

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

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 |
|--------------------------|--------------------------|---------------------------------|
| | | |
| | | |
| | | |

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.

**Sign
Here**

► Kathryn N. Foster

05/14/2014

Rate

► Director / VP

Trib

May the IRS discuss this return
with the preparer shown below
(see instructions) Yes No

| | | | | |
|----------------------------------|---|-------------------------|-----------|--|
| Signature of Trustee or Preparer | | Date | Time | Page |
| TRUSTEE | | | | |
| Paid Preparer Use Only | Print/Type preparer's name | Preparer's signature | Date | Check <input type="checkbox"/> If self-employed PTIN |
| | Firm's name ► BOKF, N.A. | Firm's EIN ► 73-0780382 | | |
| | Firm's address ► P.O. BOX 1620 TULSA, OK | 74101-1620 | Phone no. | 918-619-1544 |

Application for Extension of Time To File an
Exempt Organization Return

► File a separate application for each return.
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only Part I and check this box ►
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only Part II (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ►

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

| | | |
|---|--|---|
| Type or print | Name of exempt organization or other filer, see instructions. GREEN FUND | Employer identification number (EIN) or 84-1155083 |
| File by the due date for filing your return. See instructions | Number, street, and room or suite no. If a P.O. box, see instructions. C/O KATHRYN PORTER, 4155 W. 105TH PLACE | Social security number (SSN) |
| | City, town or post office, state, and ZIP code. For a foreign address, see instructions. WESTMINSTER, CO 80031-1905 | |

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

| Application Is For | Return Code | Application Is For | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 4720 (individual) | 03 | Form 4720 (other than individual) | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

- The books are in the care of ► KATHRYN PORTER

Telephone No. ► (303) 864-7201

FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ►
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ► . If it is for part of the group, check this box ► and attach a list with the names and EINs of all members the extension is for

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 2014, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

- calendar year 2013 or
- tax year beginning _____, 20_____, and ending _____, 20_____.

2 If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Final return
 Change in accounting period

| | |
|---|---------------|
| 3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a \$ 20,738. |
| b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b \$ 13,104. |
| c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c \$ 7,634. |

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions

Form 8868 (Rev. 1-2014)

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|---|-----------------------------|
| ALLSTATE LIFE GLB FN TRST @ 5.375% DUE AMERICAN INT'L GROUP INC | 1,844. 160. | 1,844. 160. |
| ANALOG DEVICES INC COM | 1,496. 513. | 1,496. 513. |
| APPLE COMPUTER INC | 131.. | 131.. |
| BANK AMER CORP COM | 2,600.. | 2,600.. |
| BELLSOUTH CORP @ 5.200% DUE 09/15/2014 | 3,453.. | 3,453.. |
| BERKSHIRE HATHAWAY FIN @ 4.625% DUE 10/ | 4,207.. | 4,207.. |
| WM BLAIR INTL GROWTH-I FD#1747 | 60.. | 60.. |
| CABOT OIL & GAS CORP | 654.. | 654.. |
| CALAMOS MKT NEUT INC-I FD#0629 | 4,457.. | 4,457.. |
| CALVERT SHRT DURATN INC-I FD#0512 | 683.. | 683.. |
| CANADIAN PAC RY LTD COM | 946.. | 946.. |
| CATERPILLAR INC | 2,925.. | 2,925.. |
| CATERPILLAR FIN SERV CORP @ 5.850% DUE | 210.. | 210.. |
| CHEVRON CORP @ 1.718% DUE 06/24/2018 | 2,525.. | 2,525.. |
| CHICAGO IL MOTOR FUEL TAX REV @ 5.050% | 5,300.. | 5,300.. |
| CITIGROUP INC @ 5.300% DUE 01/07/2016 | 31.. | 31.. |
| COCA-COLA CO @ 3.150% DUE 11/15/2020 | 5,986.. | 5,986.. |
| COHEN & STEERS INTL RLTY-I FD#1396 | 1,125.. | 1,125.. |
| COOK CNTY IL HSD #214 G.O. @ 2.250% DUE | 65.. | 65.. |
| COSTCO COMPANIES @ 0.650% DUE 12/07/2015 | 2,750.. | 2,750.. |
| CREDIT SUISSE FB USA INC @ 5.500% DUE 0 | 2,563.. | 2,563.. |
| CREDIT SUISSE FB USA INC @ 5.125% DUE 0 | 525.. | 525.. |
| CUMMINS INC | 193.. | 193.. |
| DIAMOND HILL LONG/SHORT-I FD#0011 | 1,068.. | 1,068.. |
| DUPONT EI DE NEMOURS | 72.. | 72.. |
| EQT CORPORATION | 996.. | 996.. |
| EMERSON ELECTRIC CO | 2,250.. | 2,250.. |
| FHLB @ 4.500% DUE 02/18/2015 | 2,500.. | 2,500.. |
| FHLB @ 5.00% DUE 12/11/2015 | 2,500.. | 2,500.. |
| FNMA @ 5.000% DUE 05/11/2017 | 2,500.. | 2,500.. |
| FEDERATED STRAT VAL DIV-IS FD#0662 | 18,391.. | 18,391.. |
| FP8656 9078 05/14/2014 09:08:07 | 41A309016 | |

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|-----------------------------|
| FIDELITY LEVERAGED CO STOCK FD#0122 | 635. | 635. |
| GENERAL ELECTRIC COMPANY @ 5.000% DUE | 2,500. | 2,500. |
| GEN ELEC CAP @ 5.100% DUE 05/15/2015 | 2,550. | 2,550. |
| GOLDMAN SACHS GROUP INC @ 5.500% DUE 11 | 2,750. | 2,750. |
| GOLDMAN SACHS GROUP INC @ 5.750% DUE 10 | 2,875. | 2,875. |
| GOLDMAN SACHS GROUP INC @ 5.000% DUE 10 | 2,500. | 2,500. |
| HONOLULU HAWAII CITY & CNTY HI GO @ 3.27 | 1,635. | 1,635. |
| ISHARES MSCI EMERGING MARKETS ETF | 11,394. | 11,394. |
| ISHARES S&P MIDCAP 400/GWTH | 3,375. | 3,375. |
| ISHARES TR S&P MIDCAP 400/VAL | 4,665. | 4,665. |
| IVY ASSET STRATEGY-I FD#0473 | 639. | 639. |
| JOY GLOBAL INC COM | 79. | 79. |
| JP MORGAN CHASE @ 5.875% DUE 06/13/2016 | 2,644. | 2,644. |
| JPM INTL VAL-INST FD#1375 | 6,820. | 6,820. |
| LOWES COMPANIES INC | 680. | 680. |
| LOWES COMPANIES @ 5.000% DUE 10/15/2015 | 2,500. | 2,500. |
| MASTERCARD INC - CLASS A | 284. | 284. |
| MERGER FD#0260 | 1,177. | 1,177. |
| OMNICARE INC | 154. | 154. |
| PIMCO TOTAL RETURN FUND INST#35 | 6,612. | 6,612. |
| PERMANENT PORTFOLIO FD#1500 | 254. | 254. |
| PHILLIPS 66 | 797. | 797. |
| PIMCO ALL ASSET-INST FD#0034 | 5,260. | 5,260. |
| PIMCO COMMOD RR STRAT-INST FD#0045 | 2,457. | 2,457. |
| PIMCO CORPORATE INCOME STRATEGY FD | 19,391. | 19,391. |
| PIMCO EMG LOCAL BD-INST FD#03332 | 3,403. | 3,403. |
| T ROWE PRICE GROWTH STOCK FUND | 125. | 125. |
| RACINE WI TAXBL G.O. @ 2.050% DUE 12/01/2 | 1,025. | 1,025. |
| RICHLAND CNTY SC REC DIST GO @ 2.950% DU | 443. | 443. |
| SPDR DJ WILSHIRE INTL RL ESTATE ETF | 6,138. | 6,138. |
| STANLEY BLACK AND DECKER INC | 490. | 490. |
| STARWOOD HOTELS & RESORTS | 709. | 709. |
| TEMPLETON GLOBAL BOND-ADV #0616 | 7,076. | 7,076. |
| FP8656 9078 05/14/2014 09:08:07 | 41A309016 | 41A309016 |

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

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--|---|-----------------------------|
| TOWER GROUP INC | 281. | 281. |
| UNITED TECHNOLOGIES CORP @ 5.375% DUE 12 | 2,688. | 2,688. |
| VANGUARD DEV MKTS INDX- ADM FD#52227 | 8,479. | 8,479. |
| VANGUARD ST INVEST GR-ADM FD#05339 | 766. | 766. |
| VANGUARD INSTITUTIONAL INDEX | 12,602. | 12,602. |
| VANGUARD SMALL CAP VALUE INDEX INST FD | 7,346. | 7,346. |
| VANGUARD MID CAP INDX-INST FD#0864 | 3,020. | 3,020. |
| VANGUARD VALUE INDX-INST FD#0867 | 4,969. | 4,969. |
| VANGUARD SM CAP INDX-INST FD#0857 | 2,588. | 2,588. |
| VERIZON COMMUNICATIONS COM | 2,274. | 2,274. |
| WELLS FARGO COMPANY @ 5.625% DUE 12/11/ | 2,813. | 2,813. |
| TOWER GROUP INT LTD | 280. | 280. |
| XL GROUP PLC | 336. | 336. |
| CSBT SHORT-TERM CASH FUND I | 47. | 47. |
| TOTAL | 225,704. | 225,704. |

FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|--------------------------------|---|-----------------------------|---------------------------|------------------------|
| TAX PREPARATION FEE (NON-ALLOC | 2,150. | | | 2,150. |
| TOTALS | 2,150. | NONE | NONE | 2,150. |

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|-------------------------------|---|-----------------------------|------------------------|
| OTHER ALLOCABLE EXPENSES - 2% | 44,739. | 33,554. | 11,185. |
| TOTALS | 44,739. | 33,554. | 11,185. |

FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | CHARITABLE PURPOSES |
|--------------------------------|---|-----------------------------|------------------------|
| FOREIGN TAXES | 136. | 136. | |
| FEDERAL TAX PAYMENT - PRIOR YE | 2,684. | 2,684. | |
| FEDERAL ESTIMATES - PRINCIPAL | 13,104. | | 2,684. |
| FOREIGN TAXES ON QUALIFIED FOR | 2,099. | 2,099. | 13,104. |
| FOREIGN TAXES ON NONQUALIFIED | 1,006. | 1,006. | |
| TOTALS | 19,029. | 3,241. | |
| | | | 15,788. |

FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|--------------------------------|---|-----------------------------|
| INVESTMENT MGMT FEES-SUBJECT T | 8,398. | 8,398. |
| TOTALS | 8,398. | 8,398. |

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

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|-------------------------|----------------------|---------------|
| FHLB@4 .5% DUE 2/18/15 | 50,831. | 50,831. | 52,418. |
| FHLB@5% DUE 12/11/15 | 50,512. | 50,512. | 54,402. |
| FNMA@5% DUE 5/11/17 | 51,504. | 51,504. | 56,527. |
| COOK CNTY ILL HSD#214 G O | 50,049. | 50,049. | |
| HONOLULU HAWAII CITY & CNTY | 50,405. | 50,206. | 50,853. |
| JOHNSON CNTY KS IMPT B G O | 50,218. | 50,110. | 50,759. |
| RACINE WIS TXBL G O | 50,049. | 15,055. | 15,056. |
| RICHLAND CNTY SC REC DIST G O | 15,055. | 15,018. | |
| LANE CMNTY COLLEGE OR GO | 50,263. | 50,201. | 52,229. |
| MESA ST COLLEGE COLO AUXILIARY | 50,000. | 50,000. | 51,700. |
| CHICAGO ILL MOTOR FUEL TAX REV | 50,000. | 50,000. | 53,210. |
| TOTALS | 518,886. | 418,382. | 437,154. |

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|-------------------------|----------------------|---------------|
| WM BLAIR INTL BROWTH FD#1747 | 287,753. | 159,009. | 308,360. |
| JPM INTL VAL INSTL FD#1375 | 464,278. | 305,981. | 302,327. |
| VANGUARD DEV MKTS INDX FD#0227 | 306,527. | 203,206. | 301,370. |
| VANGUARD INSTL IND FD#0094 | 420,461. | 355,561. | 608,557. |
| VANGUARD SM CP VAL FD#0865 | 154,333. | 84,717. | 196,032. |
| VANGUARD SM CAP INDX FD#0857 | 125,576. | 143,847. | 390,688. |
| ISHARES MSCI EMERGING MKT | 361,952. | 505,397. | 561,390. |
| ISHARES S & P MIDCAP | 232,173. | 331,219. | 380,305. |
| GRUBER&MCBAINE INTERNATIONAL | 113,384. | | |
| CATERPILLAR INC | 37,181. | 37,181. | 49,946. |
| VERIZON COMMUNICATIONS | 48,650. | 14,132. | 24,570. |
| CONTINENTAL RESOURCES INC OK | 7,987. | 7,987. | 33,756. |
| NEWFIELD EXPLORATION CO | 16,477. | 16,477. | 9,852. |
| EQT CORPORATION | 40,381. | 28,844. | 44,890. |
| MASTERCARD INC CLASS A | 24,981. | 24,981. | 112,787. |
| TOWER GROUP INC | 36,689. | | |
| CELGENE CORP | 53,984. | 37,997. | 168,968. |
| EMERITUS CORP | 40,300. | | |
| VANGUARD S/T INVEST GR-ADM | 28,368. | | |
| STILLWATER MINING CO | 55,137. | | |
| ANALOG DEVICES | 34,801. | 34,801. | 436,000. |
| FEDERATED STRAT VAL DIV IS | 401,000. | | |
| OMNICARE INC | 30,326. | | |
| APPLE INC | 31,579. | | |
| STANLEY BLACK AND DECKER | 37,639. | | |
| EMERSON ELECTRIC | 30,141. | | |
| DU PONT EI DE NEMOURS | 28,963. | | |
| JOY GLOBAL INC | 8,717. | | |
| CANADIAN PACIFIC RAILWAY LTD | 38,936. | | |

FORM 990PF, PART II - CORPORATE STOCK

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|-------------------------|----------------------|---------------|
| CROWN CASTLE INTL CORP | 26,490. | 26,490. | 36,715. |
| LOWES COS INC | 28,433. | 28,433. | 49,550. |
| CABOT OIL & GAS CORP | 20,898. | 20,898. | 38,760. |
| PHILLIPS 66 | 30,862. | 30,862. | 46,278. |
| AMERICAN INTL GROUP INC | 28,339. | 28,339. | 40,840. |
| CUMMINS INC | 35,803. | 35,803. | 42,291. |
| STARWOOD HOTELS AND RESORTS | 35,465. | 35,465. | 41,711. |
| PIONEER NATURAL RESOURCES INC/ | 34,961. | 34,961. | 32,212. |
| BANK OF AMERICA CORP | 42,271. | 42,271. | 54,495. |
| CBRE GROUP INC | 37,203. | 37,203. | 44,710. |
| XL GROUP PLC | 35,950. | 35,950. | 38,208. |
| QUIDEL CORP | 31,985. | 31,985. | 43,246. |
| T ROWE PRICE GWTW STK -1 | 293,000. | 293,000. | 329,163. |
| VANGUARD MID CAP INDX FD#0864 | 218,000. | 218,000. | 257,489. |
| VANGUARD VALUE INDX FD0867 | 235,500. | 235,500. | 275,706. |
| ISHARES S&P MIDCAP GRWTH FD | 159,043. | 159,043. | 294,673. |
| SPDR DJ WILSHIRE INTL RL EST | 145,662. | 145,662. | 143,788. |
| TOTALS | 3,633,696. | 4,265,242. | 6,064,348. |

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|--------------------------------|-------------------------|----------------------|---------------|
| ALLSTATE LIFE GLB FN TRST | 49,500. | 51,407. | 51,631. |
| BELLSOUTH CORP | 51,407. | | |
| BERKSHIRE HATHAWAY FIN | 48,860. | | |
| CATERPILLAR FIN SERV CORP | 51,125. | | |
| CITIGROUP INC | 98,710. | | |
| CREDIT SUISSE FB USA INC 5.5 | 50,769. | | |
| CREDIT SUISSE FB USA INC 5.125 | 51,060. | | |
| GENERAL ELECTRIC COMPANY 5.0 | 102,680. | | |
| GEN ELEC CAP 5.1 | 50,000. | | |
| GOLDMAN SACHS GROUP INC @ 5.50 | 50,237. | | |
| GOLDMAN SACHS GROUP INC @ 5.75 | 50,000. | | |
| GOLDMAN SACHS GROUP INC @ 5.00 | 50,190. | | |
| JP MORGAN CHASE | 46,689. | | |
| LOWES COMPANIES | 49,575. | | |
| UNITED TECHNOLOGIES CORP | 49,903. | | |
| WELLS FARGO COMPANY | 49,642. | | |
| TEMPLETON GLOBAL | 105,000. | | |
| CHEVRON CORP | | 205,000. | |
| COCA-COLA | | | 49,771. |
| COSTCO | | | 49,723. |
| JOHN DEERE CAPITAL CORP | | | 50,027. |
| WALT DISNEY COMPANY | | | 50,493. |
| OCCIDENTAL PETROLEUM | | | 50,106. |
| PEPSICO INC | | | 50,455. |
| TOYOTA MOTOR CREDIT CORP | | | 50,394. |
| WELLS FARGO | | | 50,145. |
| TOTAL CAPITAL SA @ 2.125% | | | 49,891. |
| CALVERT SHRT DURATION INC | | | 50,382. |
| PIMCO TOTAL RETURN-INST | | | 157,075. |
| | | | 283,480. |
| | | | 270,359. |

GREEN FUND

FORM 990PF, PART II - CORPORATE BONDS

84-1155083

| DESCRIPTION | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|---|-------------------------|----------------------|---------------------|
| PIMCO CORPORATE INCOME STRATEG VANGUARD ST INVEST GR | ----- | 329,489. 86,365. | 278,159. 86,431. |
| TOTALS | 1,005,347. | 2,213,337. | 2,184,569. |

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STATEMENT 12

FORM 990PF, PART II - OTHER INVESTMENTS

| DESCRIPTION | COST/ FMV C OR F | BEGINNING BOOK VALUE | ENDING BOOK VALUE | ENDING FMV |
|----------------------------|------------------------|-------------------------|----------------------|---------------|
| DIAMOND HILL LONG SHORT-I | C | 71,000. | 41,231. | 50,832. |
| FIDELITY LEVERAGE FD#0122 | C | 47,000. | 80,100. | 105,573. |
| HUSSMAN STRATEGIC GROWTH | C | 71,000. | | |
| IVY ASSET STRATEGY-I | C | 47,000. | 92,428. | 106,254. |
| MERGER | C | 71,000. | 48,332. | 48,260. |
| PIMCO ALL ASSET-INST | C | 71,000. | 101,393. | 97,436. |
| PIMCO COMMOD RR STRAT-INST | C | 48,000. | 114,500. | 83,019. |
| COHEN & STEERS INTL RLTY-I | C | 47,000. | 146,500. | 145,558. |
| PERMANENT PORTFOLIO | C | | 49,694. | 43,790. |
| CALAMOS MKT NEUT INC-1 | C | | 48,500. | 48,950. |
| TOTALS | 473,000. | 722,678. | 729,672. | |

RECIPIENT NAME:

FRONT RANGE EARTH FORCE

ADDRESS:

2555 W 34TH AVE

DENVER, CO 80211

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

JOHN F KENNEDY CENTER FOR THE
PERFORMING ARTS

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

COLORADO PUBLIC RADIO

ADDRESS:

7409 S ALTON

ENGLEWOOD, CO 80112

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

PRO MUJER INTERNATIONAL
ATTN JOSIE SENTNER

ADDRESS:

240 W 35TH ST #404

NEW YORK, NY 10001

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

WOMEN'S FOUNDATION OF
COLORADO

ADDRESS:

1580 LOGAN ST STE 500
DENVER, CO 80203

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

LUNDY FOUNDATION
IDWELI CHILDREN'S CENTER

ADDRESS:

1301 N SPEER BLVD
DENVER, CO 80204-2557

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PLANNED PARENTHOOD OF NY

ADDRESS:

26 BLEEKER ST
NEW YORK, NY 10012

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 6,500.

RECIPIENT NAME:

DOCTORS WITHOUT BORDERS

ADDRESS:

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

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

COLLEGE BOUND FDN OF
BALTIMORE

ADDRESS:

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

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

SOUTHERN POVERTY LAW CTR

ADDRESS:

P O BOX 548
MONTGOMERY, AL 36101

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CREATING HOPE INTL

ADDRESS:

P O BOX 1058
DEARBORN, MI 48121

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LALMBA

ADDRESS:

7685 QUARTZ STREET
ARVADA, CO 80007

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

PLANNED PARENTHOOD

ADDRESS:

950 BROADWAY
DENVER, CO 80203

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

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RECIPIENT NAME:

COLORADO UPLIFT
ATTN CHALISE JONES

ADDRESS:

3914 KING ST
DENVER, CO 80211

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 20,000.

RECIPIENT NAME:

THE GATHERING PLACE

ADDRESS:

1535 HIGH STREET
DENVER, CO 80218

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MILLENNIUM TRUST
COMMUNITY FDN BOULDER

ADDRESS:

2060 BROADWAY #255
BOULDER, CO 80302

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

WESTERN RESOURCE ADVOCATE

ADDRESS:

2260 BASELINE ROAD #200
BOULDER, CO 80302

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

URGENT ACTION FUND

ADDRESS:

P O BOX 1287
BOULDER, CO 80306

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

E TOWN

ADDRESS:

P O BOX 954
BOULDER, CO 80306

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

UNIVERSITY OF MARYLAND

ADDRESS:

2119 MAIN ADMIN BLDG
COLLEGE PARK, MD 20742

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

SCHOLARSHIP PROGRAM

FOUNDATION STATUS OF RECIPIENT:

SCHOOL

AMOUNT OF GRANT PAID 76,000.

RECIPIENT NAME:

SIERRA CLUB FOUNDATION

ADDRESS:

88 2ND ST. SUITE 750
SAN FRANCISCO, CA 94105

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

AMERICAN HIMALAYAN FOUNDATION

ADDRESS:

909 MONTGOMERY STREET
SAN FRANCISCO, CA 94133-4625

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

COMMUNITY FOOD SHARE

ADDRESS:

6363 HORIZON LANE
LONGMONT, CO 80503

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 35,000.

RECIPIENT NAME:

THE COMMUNITY FOUNDATION BOULDER CT

ADDRESS:

1123 SPRUCE ST.

BOULDER, CO 80302

AMOUNT OF GRANT PAID 17,500.

RECIPIENT NAME:

DZI FOUNDATION

ADDRESS:

P.O. BOX 632

RIDGWAY, CO 81432

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

ENGINEERS WITHOUT BORDERS

ADDRESS:

1811 LEFTHAND CIR STE A1

LONGMONT, CO 80501

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

GEORGE WASHINGTON UNIVERSITY

LAW SCHOOL

ADDRESS:

2000 H STREET, ATTN JOHN COLE

WASHINGTON, DC 20052

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

FRANCES KELLEY GREEN SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 50,000.

RECIPIENT NAME:

HAITI PROJECTS INC

ADDRESS:

31 LEONARD ST

GLOUCESTER, MA 01930

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

LONGMONT COMMUNITY FOUNDATION

ADDRESS:

636 COFFMAN SUITE 203

LONGMONT, CO 80501

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

SECOND STATE PRESS

ADDRESS:

1400 NORTH AMERICAN STREET

PHILADEPHIA, PA 19122

PURPOSE OF GRANT:

GRANT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

THORNE ECOLOGICAL INSTITUTE

ADDRESS:

P O BOX 19107

BOULDER, CO 80308-2107

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

GENERAL PUBLIC SUPPORT

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 5,000.

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RECIPIENT NAME:

UNIVERSITY OF COLORADO FDN
LAW SCHOOL

ADDRESS:

401 UCB BOULDER
BOULDER, CO 80309-0401

RELATIONSHIP:

NOT APPLICABLE

PURPOSE OF GRANT:

FRANCES GREEN SUSTAINABILITY SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 100,000.

TOTAL GRANTS PAID:

480,000.

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STATEMENT 23