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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 LEWAN FAMILY FOUNDATION		A Employer identification number 84-1251741
Number and street (or P.O. box number if mail is not delivered to street address) 1400 SOUTH COLORADO BLVD.	Room/suite 400	B Telephone number (303) 968-2241
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80222		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 1,150,996. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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	50,000.		N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	27,606.	27,606.		STATEMENT 1
	4 Dividends and interest from securities	9,832.	9,832.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	18,013.			
	b Gross sales price for all assets on line 6a	269,047.			
	7 Capital gain net income (from Part IV, line 2)		18,013.		
	8 Net short-term capital gain				
Operating and Administrative Expenses	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total Add lines 1 through 11	105,451.	55,451.		
	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3 1,295.	1,295.		0.
	c Other professional fees	STMT 4 2,347.	2,347.		0.
	17 Interest				
	18 Taxes	STMT 5 662.	662.		0.
	19 Depreciation and depletion	86.	86.		
	20 Occupancy				
	21 Travel, conferences, and meetings	101.	101.		0.
22 Printing and publications					
23 Other expenses	STMT 6 106.	106.		0.	
24 Total operating and administrative expenses. Add lines 13 through 23	4,597.	4,597.		0.	
25 Contributions, gifts, grants paid	192,561.			192,561.	
26 Total expenses and disbursements. Add lines 24 and 25	197,158.	4,597.		192,561.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<91,707.>				
b Net investment income (if negative, enter -0-)		50,854.			
c Adjusted net income (if negative enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		3,392.	3,392.
	2 Savings and temporary cash investments	1,177,553.	1,447,360.	1,147,604.
	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			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	Liabilities	11 Investments - land, buildings, and equipment basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 15,222.				
Less: accumulated depreciation STMT 7 ▶ 15,095.		213.	127.	0.
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		1,177,766.	1,450,879.	1,150,996.
17 Accounts payable and accrued expenses				
18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	1,177,766.	1,450,879.		
30 Total net assets or fund balances	1,177,766.	1,450,879.		
31 Total liabilities and net assets/fund balances	1,177,766.	1,450,879.		

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	1,177,766.
2 Enter amount from Part I, line 27a	2	<91,707.>
3 Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENTS	3	364,820.
4 Add lines 1, 2, and 3	4	1,450,879.
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	1,450,879.

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 SEE ATTACHED STATEMENT			
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 269,047.		251,034.	18,013.

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			18,013.

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	18,013.
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	N/A

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	179,168.	0.	.000000
2011	179,085.	0.	.000000
2010	187,854.	1,243,160.	.151110
2009	150,830.	1,586,208.	.095088
2008	122,972.	1,599,050.	.076903

2 Total of line 1, column (d)	2	.323101
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	.064620
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	0.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	509.
7 Add lines 5 and 6	7	509.
8 Enter qualifying distributions from Part XII, line 4	8	192,561.

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	509.
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	509.
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	509.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		0.
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		8.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		517.
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?		X
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.		X
1c Did the foundation file Form 1120-POL for this year?		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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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		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?	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	X	
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		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? Website address ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>LLOYD LEWAN</u> Telephone no. ► <u>(303) 968-2241</u> Located at ► <u>1400 S COLORADO BLVD, SUITE 400, DENVER, CO</u> ZIP+4 ► <u>80222</u>			
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 <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ► ☐	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? If "Yes," list the years ► _____, _____, _____ ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ 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

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 8		0.	0.	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
NONE				

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

0

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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	0.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	0.
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	0.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	0.
6	Minimum investment return. Enter 5% of line 5	6	0.

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	0.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	509.
b	Income tax for 2013. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	509.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	0.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	0.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	0.

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	192,561.
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	192,561.
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	509.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	192,052.

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				0.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	44,715.			
b From 2009	72,660.			
c From 2010	126,468.			
d From 2011	179,350.			
e From 2012	179,550.			
f Total of lines 3a through e	602,743.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	192,561.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				0.
e Remaining amount distributed out of corpus	192,561.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	795,304.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	44,715.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	750,589.			
10 Analysis of line 9:				
a Excess from 2009	72,660.			
b Excess from 2010	126,468.			
c Excess from 2011	179,350.			
d Excess from 2012	179,550.			
e Excess from 2013	192,561.			

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				
AARON BAGWELL MINISTRIES 5650 GREENWOOD PLAZA BLVD #116 GREENWOOD VILLAGE, CO 80111		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	100.
AGAPE CHRISTIAN CHURCH 2501 CALIFORNIA DENVER, CO 80205		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
ALTERNATIVES PREGNANCY CENTER 1440 BLAKE STREET, SUITE 200 DENVER, CO 80202		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
AMERICAN CANCER SOCIETY P.O. BOX 172568 DENVER, CO 80217-2568		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	200.
ANCHOR OF HOPE CHURCH 2101 HIGH STREET DENVER, CO 80205		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
Total	SEE CONTINUATION SHEET(S)			192,561.
b Approved for future payment				
NONE				
Total				0.

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. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
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.

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee

Date _____

Title

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ self-employed

PTIN

**Paid
Preparer
Use Only**

HARLAN RUBOTTOM

Firm's name ► RUBOTTOM & ASSOCIATES LLC

Firm's address ► 7800 EAST ORCHARD ROAD, SUITE 260
GREENWOOD VILLAGE, CO 80111

Firm's EIN ► 84-0774953

Phone no. 303-741-6600

Form **990-PF** (2013)

LEWAN FAMILY FOUNDATION

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	GENWORTH FINANCIAL INC	P	02/01/12	04/22/13
b	GRACE EVANGELICAL LU THERAN CHURCH	P	VARIOUS	11/19/13
c	HUNTER STR BAPTIST CHURCH HOOVER	P	VARIOUS	03/05/13
d	LAKE CITY CHURCH IN MADISON WIS	P	VARIOUS	05/01/13
e	LAKE HILLS CHURCH AUSTIN TEX	P	VARIOUS	05/22/13
f	LAKE HILLS CHURCH AUSTIN TEX	P	VARIOUS	05/22/13
g	LOOKOUT MTN CMNTY CHURCH GOLDEN	P	VARIOUS	04/02/13
h	NEW LIFE BIBLE CHURCH NORMAN OKLA	P	VARIOUS	11/25/13
i	SUNSET BAY CHAPEL INC	P	VARIOUS	04/01/13
j	SUNSET BAY CHAPEL INC	P	VARIOUS	10/01/13
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

(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 114,917.		101,015.	13,902.
b 10,000.		10,006.	<6.>
c 9,000.		9,000.	0.
d 10,000.		10,000.	0.
e 50,000.		50,000.	0.
f 50,000.		50,000.	0.
g		5,006.	<5,006.>
h 10,000.		10,000.	0.
i 2,000.		2,002.	<2.>
j 4,000.		4,005.	<5.>
k 9,130.			9,130.
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			13,902.
b			<6.>
c			0.
d			0.
e			0.
f			0.
g			<5,006.>
h			0.
i			<2.>
j			<5.>
k			9,130.
l			
m			
n			
o			

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	18,013.
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	N/A

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
ATLANTA BREAD COMPANY (FCA LUNCHEON) 7740 W ALAMEDA AVE LAKEWOOD, CO 80226		NC	FCA LUNCHEON	91.
BETHANY CHRISTIAN SERVICES 9185 EAST KENYON AVENUE, #190 DENVER, CO 80237		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	500.
BILLY GRAHAM EVANGELISTIC ASSOCIATION 1 BILLY GRAHAM PARKWAY CHARLOTTE, NC 28201		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	500.
BOY SCOUTS OF AMERICA 10455 EAST 6TH AVENUE DENVER, CO 80215		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
CAMP ID RA HA JE PO BOX 360 BAILEY, CO 80421		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	10,000.
CAMPUS MINISTRIES OF GRACE CHRISTIAN CHURCH P.O. BOX 1008 FORT COLLINS, CO 80522		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
CHERRY HILLS COMMUNITY CHURCH 3900 EAST GRACE BOULEVARD HIGHLANDS RANCH, CO 80126		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES LIST TOTAL 10900	10,900.
CHURCH OF THE RISEN LORD 2700 CHAMPA ST DENVER, CO 80205		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
CONFLUENCE MINISTRIES 1400 QUITMAN STREET DENVER, CO 80204-1415		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
CONVERGE WORLDWIDE 2002 S. ARLINGTON HEIGHTS ROAD ARLINGTON HEIGHTS, IL 60005-4193		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
Total from continuation sheets				186,261.

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
CRU - CAMPUS CRUSADE FOR CHRIST PO BOX 628222 ORLANDO, FL 32862		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES LISTTOTAL 16000	16,000.
CRYSTAL CLEAR MINISTRIES 1400 S. COLORADO BLVD., STE. 410-C DENVER, CO 80222		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
DARE 2 SHARE PO BOX 745323 ARVADA, CO 80006		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	20,000.
DEER CREEK CHURCH 8131 S. PIERCE STREET LITTLETON, CO 80128		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,500.
DENVER KIWANIS FOUNDATION P.O. BOX 18828 DENVER, CO 80218		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,500.
DENVER LEADERSHIP FOUNDATION 9167 E. STAR HILL LANE LITTLETON, CO 80124		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,500.
DENVER SEMINARY 6399 SOUTH SANTA FE DRIVE LITTLETON, CO 80120		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	5,000.
DENVER STREET SCHOOL P.O. BOX 140069 DENVER, CO 80214		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
ENDURANCE PO BOX 631280 LITTLETON, CO 80163		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
FELLOWSHIP OF CHRISTIAN ATHLETES 1100 W. LITTLETON BLVD. STE 460 LITTLETON, CO 80120		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES LISTTOTAL 8550	8,550.
Total from continuation sheets				

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
FRONTIER LABOURERS FOR CHRIST PO BOX 630382 HIGHLANDS RANCH, CO 80120		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	10,000.
GLOBAL CONNECTION INTL 9250 EAST COSTILLA AVENUE GREENWOOD VILLAGE, CO 80112		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
HIS LOVE FELLOWSHIP CHURCH 910 KALAMATH STREET DENVER, CO 80204		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES ;LISTTOTAL 2100	2,100.
HOUR OF POWER PO BOX 100 GARDEN GROVE, CA 92842		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	100.
IFCA P.O. BOX 810 GRANDVILLE, MI 49468-0810		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
INTERSERVE USA P.O. BOX 418 UPPER DARBY, PA 19082-0418		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
JIM & MILLIE MOORE 723 W KNOX AVENUE SPOKANE, WA 99205	NONE	501(C)(3) ORGANIZATION	ASSISTANCE WITH PERSONAL MINISTRY	1,000.
JOSIAH VENTURE P.O. BOX 4317 WHEATON, IL 60189		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
LITTLETON BIBLE CHAPEL 6023 S DATURA STREET LITTLETON, CO 80120		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES ;LISTTOTAL 100	100.
MADISON TOURS & TRAVEL 16033 BOLSA CHICA ST HUNTINGTON BEACH, CA 92649		NC	ISREAL TRIP FOR LAUREN & AMELIA HAUG - FURTHER EXEMPT PURPOSES	200.
Total from continuation sheets				

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
MARJORIE LEWAN 5860 E BERRY AVE GREENWOOD VILLAGE, CO 80111	DIRECTOR	NC	CONFLUENCE TICKET - FURTHER EXEMPT PURPOSES	70.
MATTHEW LEWAN 1400 S. COLORADO BLVD., STE. 410 DENVER, CO 80222	DIRECTOR	NC	TRIP EXPENSES	100.
MISSIONS MINISTRIES 7501 VILLAGE SQUARE DR #205 CASTLE ROCK, CO 80108		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,100.
MOPS INTERNATIONAL 2370 SOUTH TRENTON WAY DENVER, CO 80231-3822		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	16,000.
NATIONAL DAY OF PRAYER 3710 SINTON RD #220 COLORADO SPRINGS, CO 80907		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	500.
NEW LIFE IN CHRIST CHURCH PO BOX 140099 LAKEWOOD, CO 80214		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
NORTH CHERRY CREEK COUNSELING 1400 S. COLORADO BLVD., STE. 410 DENVER, CO 80222		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	500.
OLIVE BRANCH OUTREACH P.O. BOX 236 BECKER, MN 55308		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
PIONEERS 10123 WILLIAM CAREY DRIVE ORLANDO, FL 32832		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
POTTER'S HOUSE PO BOX 106 - DEPT A PEWAUKEE, WI 53072		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	100.
Total from continuation sheets				

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
PRISON FELLOWSHIP P.O. BOX 1550 MERRIFIELD, VA 22116		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
PROJECT CURE 10377 E GEDDES AVENUE CENTENNIAL, CO 80112		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	10,000.
PROVIDENCE NETWORK 801 LOGAN STREET DENVER, CO 80203		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
RESTORATION OUTREACH PROGRAM P.O. BOX 632 AURORA, CO 80040		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES ;LISTTOTAL 7000	7,000.
SAVE OUR YOUTH 3443 WEST 23RD AVENUE DENVER, CO 80211		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	3,000.
SCUM OF THE EARTH CHURCH 935 WEST 11TH AVENUE DENVER, CO 80204		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
TEACH BEYOND P.O. BOX 6248 BLOOMINGDALE, IL 60108		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	2,000.
THE NAVIGATORS PO BOX 6000 COLORADO SPRINGS, CO 80934		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES ;LISTTOTAL 2500	2,500.
TRUEFACED 1820 W NORTHERN AVE #130 PHOENIX, AZ 85021		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	500.
WORLD TEAM 1431 STUCKERT ROAD WARRINGTON, PA 18976-2851		501(C)(3) ORGANIZATION	FURTHER EXEMPT PURPOSES	1,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

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

SOURCE	AMOUNT
B.C. ZIEGLER & COMPANY	13,787.
BANK OF THE WEST	31.
COLO STATE BANK AND TRUST	28.
MILE HIGH BANKS	1,129.
TRUST MANAGEMENT INC	1,715.
UBS FINANCIAL SERVICES	9,669.
UBS FINANCIAL SERVICES	1,247.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	27,606.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
B.C. ZIEGLER & COMPANY	1,874.	4,195.	<2,321.>
UBS FINANCIAL SERVICES	17,088.	4,935.	12,153.
TOTAL TO FM 990-PF, PART I, LN 4	18,962.	9,130.	9,832.

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	1,295.	1,295.		0.
TO FORM 990-PF, PG 1, LN 16B	1,295.	1,295.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT MANAGEMENT	2,347.	2,347.			0.
TO FORM 990-PF, PG 1, LN 16C	2,347.	2,347.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	280.	280.			0.
US TAX	382.	382.			0.
TO FORM 990-PF, PG 1, LN 18	662.	662.			0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POSTAGE	79.	79.			0.
LEGAL NOTICES	8.	8.			0.
OFFICE SUPPLIES	19.	19.			0.
TO FORM 990-PF, PG 1, LN 23	106.	106.			0.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT			STATEMENT	7
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE		
FURNITURE & FIXTURES	9,483.	9,483.			0.
OFFICE FURNISHINGS & EQUIPMENT	5,139.	5,139.			0.
PRINTER/COPIER	600.	473.			127.
TOTAL TO FM 990-PF, PART II, LN 14	15,222.	15,095.			127.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 8

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PAUL R LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	PRESIDENT 0.00	0.	0.	0.
MARJORIE A. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	SECRETARY 0.00	0.	0.	0.
LLOYD S. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	VICE PRESIDENT 0.00	0.	0.	0.
KIMBERLY LEWAN LAYDON 1400 S COLORADO BLVD DENVER, CO 80222	TREASURER 0.00	0.	0.	0.
MATTHEW R. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	DIRECTOR 0.00	0.	0.	0.
JENNIFER E. LEWAN 1400 S COLORADO BLVD DENVER, CO 80222	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

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
1	FURNITURE & FIXTURES	070101	SL	7.00	16	9,483.			9,483.	9,483.		0.
2	OFFICE FURNISHINGS & EQUIPMENT	070104	SL	7.00	16	5,139.			5,139.	5,139.		0.
3	PRINTER/COPIER	062608	SL	7.00	16	600.			600.	387.		86.
	* TOTAL 990-PF PG 1 DEPR					15,222.		0.	15,222.	15,009.	0.	86.