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Form 990-PF

Return of Private Foundation

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

Department of the Treasury Internal Revenue Service

► 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.

For	alen	dar year 2013 or tax year beginning		, and en	ding		
		foundation				A Employer identification	n number
_T	he	Autrey Foundation		<u>. </u>		84-1464997	7
		nd street (or PO box number if mail is not delivered to street	address)		Room/suite	8 Telephone number	
		Cherrymoor Drive	· 			(303)761-2	
		own, state or province, country, and ZIP or foreign p 1ewood, CO 80113	ostal code			C If exemption application is	pending, check here
		all that apply: Initial return	Initial return of a fo	ormer public ci	narity	D 1 Foreign organization	s, check here
		Final return	Amended return			2	cations the 9504 toot
		Address change	Name change			2 Foreign organizations m check here and attach c	omputation
H (_	type of organization: X Section 501(c)(3) ex				E If private foundation sta	
<u>_</u>			Other taxable private founda		1	under section 507(b)(1	
		irket value of all assets at end of year J Accounti	ng method: LX Cash her (specify)	Accru	ıaı	F If the foundation is in a under section 507(b)(1	
	<i>0111 1</i> ∙\$	Part II, col (c), line 16) 0t 2 , 057 , 762 . (Part I, colu		basis.)		עוועפו שפטווטוו שטילט)(ו)(b), clieck liefe
	rt I		(a) Revenue and expenses per books	(b) Net inv		(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
7	1	Contributions, gifts, grants, etc., received				N/A	
2014	2	Check X if the foundation is not required to attach Sch. B					
4	3	Interest on savings and temporary cash investments	8.		8.		Statement 1
C	4	Dividends and interest from securities	34,814.	3	<u>4,814.</u>		Statement 2
2	5a	Gross rents					
NON		Net rental income or (loss)	06 405				Gt - t t - 2
E.S	6a	Net gain or (loss) from sale of assets not on line 10 Gross sales price for all assets on line 6a 212,932.	86,425.				Statement 3
See See	7	assets on line 6a		8	5,340.	•	
Per	8	Net short-term capital gain			3,340.		
SCANNEN	9	Income modifications					
O	10a	Gross sales less returns and allowance RECEIVED					
	b	Less Cost of goods sold					
	C	101					a
	11	Other inchmed UV I 7 ZUI4 [6]	6,933. 128,180.		<u>6,933.</u> 3,095.		Statement 4
	12	Total Add lines 1 through 11	128,180.	14	0.		0.
	13 14	Compensation of officers directors, trustress, etc Other employee salaries and wages	0.				•
	15	Pension plans, employee benefits					
ses		Legal fees					
Expense	Ь	Accounting fees Stmt 5	3,200.		3,200.		0.
Ä		Other professional fees Stmt 6	10,503.	1	<u>503.</u>		0.
tive	17	Interest	339.		339.		0.
stra	18 19	Taxes Stmt 7 Depreciation and depletion	2,088.		376.		0.
įį	20	Occupancy					
Adn	21	Travel, conferences, and meetings				-	
ğ	22	Printing and publications		· -,-			
Operating and Administrative	23	Other expenses Stmt 8	4,130.		4,110.		0.
atir	24	Total operating and administrative					
) Joe		expenses. Add lines 13 through 23	20,260.	1	B,528.		0.
J		Contributions, gifts, grants paid	80,250.				80,250.
	26	Total expenses and disbursements.	100 510	1	5 E 2 O		80,250.
_	27	Add lines 24 and 25 Subtract line 26 from line 12;	100,510.	1	<u>8,528.</u>		00,450.
		SUBTRACT line 26 from line 12: Excess of revenue over expenses and disbursements	27,670.				
		Net investment income (if negative, enter -0-)	21,010.	10	9,567.		
		Adjusted net income (if negative, enter -0-)			- , 	N/A	
3235		LUA For Panaguark Paduation Act Notice can	instructions			ci N	Form 990-PF (2013)

Fo	<u>rm 99</u>	OO-PF (2013) The Autrey Foundation	· · · · · · · · · · · · · · · · · · ·	84-	1464997 Page 2
Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End o	
	_		(a) Book Value	(b) Book Value	(c) Fair Market Value
	l .	Cash - non-interest-bearing	100 076	020 020	
	2	. ,	190,976.	230,932.	230,932.
	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			
	١.	Less: allowance for doubtful accounts			
ets	8	Inventories for sale or use			
Assets	9	Prepaid expenses and deferred charges			
•	1	Investments - U.S. and state government obligations	1 222 112		
	1	Investments - corporate stock Stmt 11	1,082,640.	1,084,406.	<u>1,752,839.</u>
	1.	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis			
		Less accumulated depreciation			
	1	Investments - mortgage loans	125 226	102 405	50.001
	13	Investments - other Stmt 12	137,336.	123,495.	73,991.
	14	Land, buildings, and equipment; basis			
		Less accumulated depreciation			
		Other assets (describe			
	16	Total assets (to be completed by all filers - see the	4 440 050		
_	-	instructions. Also, see page 1, item 1)	1,410,952.	1,438,833.	2,057,762.
		Accounts payable and accrued expenses			
	18	Grants payable			
ies	19	Deferred revenue			
Ħ	20	Loans from officers, directors, trustees, and other disqualified persons			
Liabilities	21	Mortgages and other notes payable			
_	22	Other liabilities (describe)		-	
		7			
_	23	Total liabilities (add lines 17 through 22)	0.	0.	
		Foundations that follow SFAS 117, check here			
S		and complete lines 24 through 26 and lines 30 and 31			
ĕ	24	Unrestricted			
ala	25	Temporarily restricted			
or Fund Balances	26	Permanently restricted Foundations that do not follow SFAS 117, check here			
Ē		· ·			
ō	27	and complete lines 27 through 31.	0.	0	
Net Assets	27	Capital stock, trust principal, or current funds	9,000.	0.	
(SS	28	Paid-in or capital surplus, or land, bldg., and equipment fund		9,211. 1,429,622.	
et/	29	Retained earnings, accumulated income, endowment, or other funds	1,401,952.		
Ž	30	Total net assets or fund balances	1,410,952.	1,438,833.	
	31	Total lightilities and not accept/fund halaness	1,410,952.	1,438,833.	
=		Total liabilities and net assets/fund balances		1,430,033.	
P	art	Analysis of Changes in Net Assets or Fund Ba	alances		
1	Total	net assets or fund balances at beginning of year - Part II, column (a), line	30		
	(mus	st agree with end-of-year figure reported on prior year's return)		11	1,410,952.
2	Ente	amount from Part I, line 27a		2	27,670.
3	Othe	r increases not included in line 2 (itemize)	<u> </u>	tement 10 3	211.
4	Add	lines 1, 2, and 3		4	1,438,833.
5	Decr	eases not included in line 2 (itemize)		5	0.
<u>6</u>	Total	net assets or fund balances at end of year (line 4 minus line 5) - Part II, co	lumn (b), line 30	6	1,438,833.
					Form 990-PF (2013)

	<u>itrey Foundati</u>	on			84-	<u>1464997</u>	Page 3
Part IV Capital Gains and	Losses for Tax on In	vestment	Income	 	- 		
	ne kınd(s) of property sold (e.g. use; or common stock, 200 shs			(b) How acquired P - Purchase D - Donation	(c) Date acq (mo., day,		ate sold day, yr.)
1a				_			
b See Attached St	atements						
C							
d							
е				<u> </u>			
(e) Gross sales price	(f) Depreciation allowed (or allowable)		or other basis pense of sale		(h) Gain (e) plus (f)		<u></u>
a							
b							
С	7-7					 	
d			106 50	_			240
e 212,847.			126,50				340.
Complete only for assets showing gai					(I) Gains (Col. ((h) gain minus ess than -0-) or	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69		ess of col. (1) ol. (j), if any	C	Losses (fro		
a							
b							
С					<u>.</u>		
d		 					- 240
е						86	340.
2 Capital gain net income or (net capital l	oss) { If gain, also enter oss) {	in Part I, line 7 in Part I, line 7		} 2		86	340.
3 Net short-term capital gain or (loss) as	defined in sections 1222(5) an	d (6):					
If gain, also enter in Part I, line 8, colur		- (-)-		<i>}</i>			
If (loss), enter -0- in Part I, line 8				<u> </u>		N/A	
Part V Qualification Unde	r Section 4940(e) for	Reduced	lax on Net	investment in	come		
If section 4940(d)(2) applies, leave this pa Was the foundation liable for the section 4 If "Yes," the foundation does not qualify un The Enter the appropriate amount in each of	942 tax on the distributable am	mplete this part	t			Yes	X No
	(b)	0.0000000000000000000000000000000000000	To making any c	(c)		(d) Distribution ratio	
(a) Base period years Calendar year (or tax year beginning in)		ributions	Net value of no	ncharitable-use asset	s (col	Distribution ratio (b) divided by col	l. (c))
2012		2,600.		1,614,21			14976
2011		4,950.		1,604,84			46702
2010		2,325.		1,469,92			49203
2009		0,490.		1,291,14			46850
2008		0,900.		1,919,44			68197
2 Total of line 1, column (d)					2	. 2	255928
3 Average distribution ratio for the 5-yea	r base period - divide the total c	on line 2 by 5, o	r by the number	of years			
the foundation has been in existence if					3	.0	51186
4 Enter the net value of noncharitable-us	e assets for 2013 from Part X, I	ıne 5			4	1,845	5,531.
5 Multiply line 4 by line 3					5	94	1,465.
6 Enter 1% of net investment income (19	% of Part I line 27h)				6	1	L,0 <u>9</u> 6.
	o 011 art 1, 11110 270)						
7 Add lines 5 and 6					7		5,561.
8 Enter qualifying distributions from Part	t XII, line 4				8_	80	250.
if line 8 is equal to or greater than line See the Part VI instructions.	7, check the box in Part VI, line	1b, and comple	ete that part usir	ng a 1% tax rate.			
323521 10-10-13						Form 990	-PF (2013

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 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed See Statement 13 ▶ 9 686 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 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	s)
Date of ruling or determination letter:	<u> </u>
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here	
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 3 2, 193 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 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) 6 Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed See Statement 13 > 9 686 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 Pert VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	1.
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 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed See Statement 13 ▶ 9 686 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid 10 Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ Refunded ▶ 11 Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	<u></u>
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 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed See Statement 13 ▶ 9 68 68 68 69 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 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	
3 2,192 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 2013 estimated tax payments and 2012 overpayment credited to 2013 b Exempt foreign organizations - tax withheld at source c Tax paid with application for extension of time to file (Form 8868) d Backup withholding erroneously withheld 7 Total credits and payments. Add lines 6a through 6d 8 Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is attached 9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed See Statement 13 ▶ 9 686 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 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	0.
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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 ▶ Refunded ▶ 11 Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	5.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ▶ Refunded ▶ 11 Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	6.
Part VII-A Statements Regarding Activities 1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in Yes N	
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?	No_
	<u>X</u>
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	<u>X_</u>
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.	
	<u>X_</u>
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 .	
	<u>X</u> _
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	
	<u>X</u> _
the contract of the contract o	<u>X</u> _
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A 4b	
	<u>X</u> _
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:	
Are the requirements of section 500(e) (relating to sections 4941 timough 4945) satisfied either. By language in the governing instrument, or	
By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law	
remain in the governing instrument? 6 X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV 7 X	—
I Did the foundation have at least \$6,000 in assets at any time during the year in res, Complete Fait ii, Col. (c), and Fait XV	—
8a Enter the states to which the foundation reports or with which it is registered (see instructions) None	
210116	
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate)	
of each state as required by General Instruction G? If "No," attach explanation 8b X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar	—
	<u>x_</u>
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses 10 2	

	n 990-PF (2013) The Autrey Foundation	<u>84-1464</u>	<u> 1997</u>		<u> Page 5</u>
Pa	art 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		<u>X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory p	rivileges?			
	If "Yes," attach statement (see instructions)		12		_X_
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A				
14	The books are in care of The Foundation Telephone no.	► (303)	761	-27	75
	Located at ▶ 16 Cherrymoor Drive, Englewood, CO	ZIP+4 ▶80	113		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here			>	
	and enter the amount of tax-exempt interest received or accrued during the year	15	N	/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank,		. [Yes	No
	securities, or other financial account in a foreign country?		16		_X_
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign				
	country				
Pa	art 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.		<u> </u>	Yes	<u>No</u>
1a	a 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?	es 🗶 No		1	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)				
		es 🔀 No			
		es 🔀 No			
	\cdot \cdot	es X 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)?	es 🗶 No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"			l	
	if the foundation agreed to make a grant to or to employ the official for a period after			ĺ	
	termination of government service, if terminating within 90 days.)	es 🗶 No			
b	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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here				
C	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		<u>X</u> _
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation			ŀ	
	defined in section 4942(j)(3) or 4942(j)(5)):				
а	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) beginnin				
		s X No			
	If "Yes," list the years \(\bullet \),, ,, ,, ,, ,, ,, \(\bullet \) Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect				
þ					
	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.				
	a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
38		. .			
L		es X No			
0	b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons aft				
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to d	•			
	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		_		
4	Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	3b		~
	a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	that	4a		<u>X</u>
C	b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose had not been removed from jeopardy before the first day of the tax year beginning in 20132.	ulal	,		v
	had not been removed from jeopardy before the first day of the tax year beginning in 2013?		4b		<u>X</u>

Form 990-PF (2013) . The Autrey Foundation			84-14649	97 Page 6
Part VII-B Statements Regarding Activities for Which I	Form 4720 May Be F	Required (contin	ued)	
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			es 🔀 No	
(2) Influence the outcome of any specific public election (see section 4955); o	r to carry on, directly or indire			
any voter registration drive?			es 🔀 No	
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	es 🔀 No	
(4) Provide a grant to an organization other than a charitable, etc., organization	n described in section			
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	es 🗶 No	i l
(5) Provide for any purpose other than religious, charitable, scientific, literary,	or educational purposes, or f			
the prevention of cruelty to children or animals?		Ye	es 🗓 No	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify und	der the exceptions described	n Regulations		·
section 53.4945 or in a current notice regarding disaster assistance (see instru	ctions)?		N/A 5	b
Organizations relying on a current notice regarding disaster assistance check h	ere		▶□	
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption fi		ined		
expenditure responsibility for the grant?		I/A 🔲 Ye	es 🔲 No	
If "Yes," attach the statement required by Regulations section 53.494		•		
6a Did the foundation, during the year, receive any funds, directly or indirectly, to				
a personal benefit contract?	, , , , , , , , , , , , , , , , , , ,	T. Ye	s X No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a p	ersonal henefit contract?			ь х
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax s	helter transaction?	□ v _é	s X No	
b If "Yes," did the foundation receive any proceeds or have any net income attribute.				b
Part VIII Information About Officers, Directors, Trust		nagers Highly		
Paid Employees, and Contractors	ccs, i culturation me	inagers, riiging	•	
1 List all officers, directors, trustees, foundation managers and their	compensation.			
	(b) Title, and average	(c) Compensation	(d) Contributions to employee benefit plans	(e) Expense
(a) Name and address	hours per week devoted to position	(If not paid, enter -0-)	and deferred compensation	account, other allowances
Gary Autrey	Director	<u> </u>		-
16 Cherrymoor Drive		1		
Englewood, CO 80113	1.00	0.	0.	0.
Sandra Autrey	Director			
16 Cherrymoor Drive	D1100001			
Englewood, CO 80113	1.00	0.	0.	0.
	Director			
1133 14th Street, Unit 2130				
Denver, CO 80202	1.00	0.	0.	0.
	Director	<u> </u>	•	<u> </u>
5781 E Nassau Place	Director			
Cherry Hills Village, CO 80111	1.00	0.	0.	0.
2 Compensation of five highest-paid employees (other than those inc				<u> </u>
	(b) Title and average		(d) Contributions to	(e) Expense
(a) Name and address of each employee paid more than \$50,000	hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred	account, other allowances
NONE	devoted to position		compensation	allowalices
NONE				
				
			-	
		 		
	<u> </u>	<u> </u>	1	
Total number of other employees paid over \$50,000			<u> </u>	0
			Form 9	990-PF (2013)

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Form 990-PF (2013) The Autrey Foundation	84-14	464997 Page 7
Part VIII Information About Officers, Directors, Trustees, Four Paid Employees, and Contractors (continued)	Indation Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none,	enter "NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		▶ 0
Part IX-A Summary of Direct Charitable Activities		
List the foundation's four largest direct charitable activities during the tax year. Include relevant number of organizations and other beneficiaries served, conferences convened, research paper	statistical information such as the sproduced, etc.	Expenses
1 N/A		
		<u>.</u>
2		
3		
4		
·		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax ye	ear on lines 1 and 2.	Amount
1N/A		
2		
All other program-related investments. See instructions.		
an other program-related investments. See instructions.		
·		

	Haddley Foundation		110101
[P	Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations	ndations,	see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
	Average monthly fair market value of securities	1a	1,873,636.
	Average of monthly cash balances	1b	
	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,873,636.
	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	1,873,636.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	28,105.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,845,531.
6	Minimum investment return Enter 5% of line 5	6	92,277.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations ar	nd certain	
	foreign organizations check here and do not complete this part.)		
1	Minimum investment return from Part X, line 6	1	92,277.
2a	Tax on investment income for 2013 from Part VI, line 5]	
b	Income tax for 2013. (This does not include the tax from Part VI.)]	
C	Add lines 2a and 2b	2c	2,191.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	90,086.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	90,086.
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	90,086.
Р	Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	<u>80,250.</u>
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:		
а	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	80,250.
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	<u> </u>
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	80,250.
	Note. The amount on line 6 will be used in Part V. column (b), in subsequent years when calculating whether the foundation	qualifies fo	r the section

4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

2 Undustributed around, if any, as the end of 919 a Enter amount for 2012 only b Total for prior years: 3 Excess distributions carryover, if any, to 2013: a From 2008 b From 2009 c From 2010 f From 2010 f From 2011 c From 2011 c From 2011 c From 2011 c From 2012 c From 2015 c From 2015 c From 2016 c From 2017 c From 2018 c Fro		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
2 Undustributed around, if any, as the end of 919 a Enter amount for 2012 only b Total for prior years: 3 Excess distributions carryover, if any, to 2013: a From 2008 b From 2009 c From 2010 f From 2010 f From 2011 c From 2011 c From 2011 c From 2011 c From 2012 c From 2015 c From 2015 c From 2016 c From 2017 c From 2018 c Fro	1 Distributable amount for 2013 from Part XI,				
a Enter amount for 2012 only b Total for prior years: Sexess distributions carryover, if any, to 2013: a From 2008 b From 2010 e From 2010 e From 2011 e From 2011 e From 2011 e From 2012 f Total of lines 3s through a O . 4 Applied to 2012, but not more than line 2 Applied to 2012, but not more than line 2 Applied to 2012, but not more than line 2 Applied to 2012, but not more than line 2 Applied to 2012, but not more than line 2 Applied to 2013 distributible amount e Remaining amount distributed out ocropus (Election required - see instructions) C Excess existibutions out of corpus C Enter the net total of each column as indicated below: C Corpus Acti Ires 3 4, and 4e Substant line 5 Prior years' stundistributed income (5) the same amount C Corpus Acti Ires 3 4, and 4e Substant line 5 Prior years' stundistributed income for which a notice of undistributed income for 2013. Subtract line 4 and 5 from line 1. This amount must be distributed in 2014 Amounts treated as distributions arryover to 2014 Subtract line 5 or line 7 Q . Subtract line 6 or line 6 from line 6 in line 7 Q . Subtract line 6 or line 6 from line 6 in line 7 Q . Subtract line 6 or line 6 from line 6 in line 6 in line 7 Q . Subtract line 6 or line 6 from line 6 in line 7 Q . Subtract line 6 or line 6 from l	line 7				90,086.
\$\text{billion}\$ total for prior years: \$\text{ 0. } \text{ 3}\$ \$\text{a From 2008 b From 2009 c From 2010 d From 2011 c From 2012 f Total of lines 3s through \$\text{c}\$ 0. \$\text{ 0. adjump d stirbulions for 2013 from Part XII, line 4: \$\text{ No. } \text{ 80., 250. } 4 Applied to 2012, but not more than line 2s b Applied to undistributed income of prior years (Eliciton required - see instructions) c Frested as distributions out of corpus (Election required - see instructions) c Frested as distributions out of corpus (Election required - see instructions) c Frested as distributions out of corpus (Election required - see instructions) c Frested as distributions out of corpus (Election required - see instructions) c Frested as distributions out of corpus (Election required - see instructions) c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions are given as the see instructions c Frested as distributions out of corpus to satisfy requirements imposed by assessed undistributed income for 2012. Subtract lines distributions are given as the see instructions c Frested as distributions out of corpus to satisfy requirements imposed by section 1700/1/1/1/10 of 4942(0/1/3) a Section 1700/1/1/1/1/10 of 4942(0/1/3) a Section 1700/1/1/1/1/1/1/1/1/1/1/1/1/1/1/1/1/1/1	2 Undistributed income, if any, as of the end of 2013				
S Excess distributions carryover, if any, to 2013: a From 2008 b From 2010 d From 2010 d From 2011 e From 2011 e From 2011 e From 2011 d From 2011 e From 2012 e	a Enter amount for 2012 only			18,950.	
3 Excess distributions carryover, if any, to 2013: a From 2008 b From 2019 c From 2010 d From 2011 e From 2012 f Total of lines 3a through e 4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 80, 250. a Applied to 2012, but not more than line 2a b Applied to 2013 but not more than line 2a b Applied to 2013 but not more than line 2a b Applied to 2013 distributions increased by exercise (Election required - see instructions) c Treated as distribution carryows replied amount a Remaning amount distributed out of corpus (Election required - see instructions) d From amount appears in column (e), the same amount and to exercise carryows replied to 2013 for an immonit appears in column (e), the same amount and to exercise carryows replied to 2013 for an immonit appears in column (e), the same amount and to exercise carryows replied to 2013 for an immonit appears in column (e), the same amount and to exercise distribution carryows replied to 2013 for an immonit appears in column (e), the same amount and to exercise distribution carryows replied to 2013 for an immonit appears in column (e), the same amount and to exercise distribution from the 6b. Taxab O	b Total for prior years:		_		
a From 2008 b From 2010 d From 2010 d From 2010 d From 2011 e From 2010 d From 2011 e From 2012 d Total of lines 3a through e O. 4 Cutalitying distributions for 2015 from Part XII, line 4: ▶ \$ 80, 250, a Applied to 2012, but not more than line 2a b Applied to 10 distributibution of pror years (Election required - see instructions) d Applied to 2013 distributable amount e Remaining amount distributed out of corpus (Election required - see instructions) d Applied to 2013 distributable amount e Remaining amount distributed out of corpus considered and the series amount e Remaining amount distributed out of corpus d Enter the net total of each column as indicated below: 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Add lines at 4.e., and 4 subteat lines 1 Corpus Lostation and Corpus (Lostation Lines) 1 Corpus Lostation and Corpus (Lostation Lines) 1 Corpus Lostation and Corpus (Lostation Lines) 1 Corpus Lostation (Lorent Port Corpus) 2 Corpus Lostation (Lorent Port Corpus) 3 Corpus Lostation (Lorent Port Corpus) 4 Corpus Lostation (Lorent Port Corpus) 4 Corpus Lostation (Lorent Port Corpus) 5 Corp			0.		
b From 2010	1 1 1				
e From 2010 dFrom 2011 location of John Sa throughe					
From 2011				}	
e From 2012 1 Total of lines 3a through e 0.					
f Total of lines 3a through e 4. Qualitying distributions for 2013 from Part XII, Ine 4 th ≤ \$ 80, 250. 3. Applied to 2012, but not more than line 2a b Applied to undistributed income of prior years (Election required - see instructions) c Treated as distributions out of corpus (Election required - see instructions) d Applied to 2013 distributable amount e Remaining amount distributed out of corpus 5 Excess distributions curryover applied to 2013 off an innoval appears in column (6, the same amount indicated below: 3. Corpus Add line 34, 4e, and 4e Substract line 8 D Priory years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been seared, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in acome for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in acome for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in acome for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in acome for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 A mounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8. Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10. Analysis of line 9: a Excess from 2009 Excess from 2010 Excess from 2011 Excess from 2011 Excess from 2012	\				
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b Applied to undistributed income of prior years (Election required - see instructions) e C Treated as distributions out of corpus (Election required - see instructions) d Applied to 2013 distributable amount e Remaining amount distributed out of corpus 5. Excess distributions carryover applied to 2013 distributions carryover applied to 2014 distributed income for which a notice of deficiency has been issued, or on which the section 494(2) talk has been previously assessed distributions carryover to 2014. Subtract lines 4d and 5 from line 6b. Taxable amount - see instructions e Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed on 2014 distributed on for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed on 2014 distributed on 2014 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions carryover from 2008 not applied on line 5 or line 7 distributions 2009 distributions 2009 distributions 2009 distributions 2009 distributions 2009 distributions 2009 distr				18 950	
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d Applied to 2013 distributable amount Remaining amount distributed out of corpus Excess distributions carryover to 2014. Subtract line 24 and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on 2014 Subtract line 3 from line 5 or 2012. Subtract line 4 and 5 from line 6. This amount must be distributed in come for 2012. Subtract line 4 a from line 2a. Taxable amount - see instructions Undistributed in come for 2012. Subtract line 4 a from line 2a. Taxable amount - see instructions Excess distributions courry over from 2008 not applied on line 5 or line 7 Excess distributions carryover from 2008 not applied on line 5 or line 7 Excess from 2009 Excess from 2010 Excess from 2011 Excess from 2011 Excess from 2012 Excess from 2012 Excess from 2012 Excess from 2014 Excess from 2012	· · · · · · · · · · · · · · · · · · ·	٥. ا			
e Remaining amount distributed out of corpus 5	` ` `				61.300.
5 Excess distributions carryover applied to 2015 (final amount appears in column (a) the same amount must be shown in column (a) the same amount must be shown in column (a) to a same amount must be shown in column (a) to a same amount must be shown in column (a) to a same amount must be shown in column (a) to a same amount of Enter the net total of each column as indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 C Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 b Excess from 2010 c Excess from 2011 d Excess from 2012	· · · F	0.			02/000
(if an amount appears in column (d), the same amount must be shown in column (a). 6 Enter the net total of each column as indicated below: 8 Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed mome for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9; a Excess from 2009 b Excess from 2009 b Excess from 2010 c Excess from 2010 c Excess from 2011 d Excess from 2012	· •				0.
indicated below: a Corpus Add lines 3f, 4c, and 4e Subtract line 5 b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions e Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in come for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 b Excess from 2010 c Excess from 2011 d Excess from 2012	(If an amount appears in column (d), the same amount				
b Prior years' undistributed income. Subtract line 4b from line 2b c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover for 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012					
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c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover for 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2011 d Excess from 2012	b Prior years' undistributed income. Subtract				
undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. 1 Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 c Excess from 2011 d Excess from 2012	line 4b from line 2b		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously		•		
amount - see instructions e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr. f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012			U•		
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f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 c Excess from 2010 c Excess from 2011 d Excess from 2012				ا ا	
lines 4d and 5 from line 1. This amount must be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	· · · · · · · · · · · · · · · · · · ·				
be distributed in 2014 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012					
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 b Excess from 2010 c Excess from 2011 d Excess from 2012					28.786.
corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	.				
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8 Excess distributions carryover from 2008 not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2010 b Excess from 2010 c Excess from 2011 d Excess from 2012		0.			
not applied on line 5 or line 7 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012					
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	-	0.			
Subtract lines 7 and 8 from line 6a 10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	· ·				
10 Analysis of line 9: a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	•	0.			
a Excess from 2009 b Excess from 2010 c Excess from 2011 d Excess from 2012	-				
b Excess from 2010 c Excess from 2011 d Excess from 2012	1				
d Excess from 2012					
	c Excess from 2011				
e Excess from 2013	d Excess from 2012				
	e Excess from 2013				Form 990-PF (2013)

	<u>rey Foundat</u>		 		64997 Page 10
Part XIV Private Operating F			-A, question 9)	<u> N/A</u>	
1 a If the foundation has received a ruling of					
foundation, and the ruling is effective for	r 2013, enter the date of t	he ruling	▶		
b Check box to indicate whether the found		ng foundation described in		4942(j)(3) or4	942(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years	1	
income from Part I or the minimum	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 Info	rmation (Comple	te this part only	if the foundation	n had \$5,000 or m	ore in assets
at any time during t					., <u> </u>
1 Information Regarding Foundatio					-
a List any managers of the foundation wh	-	than 2% of the total conti	ributions received by the	foundation before the clo	ose of any tax
year (but only if they have contributed n			ibutions received by the		oc or any tax
Sandra Autrey					
b List any managers of the foundation wh	o own 100/ or more of th	a stock of a corporation (or an equally large port	ion of the ownership of a r	partnerchin or
other entity) of which the foundation has			or all equally large port	ion of the ownership of a p	artificiship of
• ,	3				
None		Cabalanakin ata Du			
2 Information Regarding Contributi				not accept upoplicated roa	unata far funda. If
Check here X if the foundation of the foundation makes gifts, grants, etc.					
					
a The name, address, and telephone num	per or e-mail address of t	ne person to whom appli	cations should be addre	essed.	
b The form in which applications should be	e submitted and informa	tion and materials they sh	oonly include.		
- The form in thinest applications should be	- Coommission and another				
c Any submission deadlines:					
d Any restrictions or limitations on awards	s, such as by geographic	al areas, charitable fields,	kınds of institutions, or	other factors:	
	- - -				
323601 10-10-13					Form 990-PF (2013)

Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Recipient show any relationship to Foundation Purpose of grant or Amount any foundation manager status of contribution Name and address (home or business) or substantial contributor recipient a Paid during the year Melanoma Research Foundation None 501 (c) (3) Charitable Gift organization 5,000. My School Pre School None 501 (c) (3) Charitable Gift 5,000. organization The Gathering Place None 501 (c) (3) Charitable Gift 5,000, organization Invest in Kids 501 (c) (3) Charitable Gift None 500. organization Spina Bifida Association of Colorado 501 (c) (3) Charitable Gift None organization 500. See continuation sheet(s) <u> 3a</u> Total 80 250. b Approved for future payment None **▶** 3b Total

Page 11

The Autrey Foundation **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelate	ed business income		ded by section 512, 513, or 514	(e)
•	(a) Business	(b) Amount	(C) Exclu- sion code	(d) Amount	Related or exempt function income
1 Program service revenue:	code		- COG6		
å					
b					
c					
d					
e					
f					·
g Fees and contracts from government agencies	-				<u> </u>
2 Membership dues and assessments					
3 Interest on savings and temporary cash			ا ا		
investments			14	8.	<u> </u>
4 Dividends and interest from securities			14	34,814.	
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	6,933.	
8 Gain or (loss) from sales of assets other					
than inventory			18	86,425.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a				* 140	
		· · · · · · · · · · · · · · · · · · ·			.
· · · · · · · · · · · · · · · · · · ·					
d		· · ·			
6		0.	-	128,180.	0.
12 Subtotal. Add columns (b), (d), and (e)		<u></u>			128,180.
13 Total Add line 12, columns (b), (d), and (e) (See worksheet in line 13 instructions to verify calculations.)				10	120,100.
Part XVI-B Relationship of Activities t	o the Acco	omplishment of Ex	emp	t Purposes	· · · · · · · · · · · · · · · · · · ·
Line No. Explain below how each activity for which inco			contrib	uted importantly to the accord	iplishment of
the foundation's exempt purposes (other than	by providing in	ilas ioi sucii purposes).			<u>.</u> .
					
		· · · · · · · · · · · · · · · · · · ·			
	-				
323821					Form 990-PF (2013)

Use Only Firm's address ▶ 1777 S Harrison Street #1000

<u>William M. Holben</u> Firm's name ► Holben Hay Lake Balzer

Denver, CO 80210

or trustee

Print/Type preparer's name

Preparer's signature Date

Title Check

own below (see instr)? X Yes

PTIN self- employed

> P00026542 Firm's EIN $\triangleright 84 - 1474365$

Phone no. 303-759-2727

Form 990-PF (2013)

Paid

Preparer

Signature of office

Part IV | Capital Gains and Losses for Tax on Investment Income (b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.) (a) List and describe the kind(s) of property sold, e.g., real estate, (d) Date sold (mo., day, yr.) 2-story brick warehouse; or common stock, 200 shs. MLC Co. 1a Cambiar Small Cap |02/23/06|08/01/13 05/03/1101/10/13 <u>b Google Inc</u> 01/07/0901/10/13 c Oge Energy Corp |03/03/11|01/25/13 d Abbvie Inc 01/07/0903/15/13 e Oge Energy Corp 11/25/0904/04/13 f Darden Restaurants 08/27/0904/04/13 g Waste Management Inc 105/18/05106/05/13 h Thermo Fisher Scien 05/06/1007/26/13 Air Products & Chem J Google Inc 05/03/1109/13/13 07/08/0910/31/13 k SPX Corp 10/30/0801/08/13 | Brunswick Corp Various |01/10/<u>13</u> m Overseas Shipholding Group 01/23/0901/25/<u>13</u> n Rockwell Automation <u> Various 02/05/13</u> Whirlpool Corp (g) Cost or other basis (h) Gain or (loss) (f) Depreciation allowed (e) Gross sales price (e) plus (f) minus (g) (or allowable) plus expense of sale 9,776. 25,605. 15,829. 5,374. 2,017. b 7,391. 7,124. 3,284. 3,840. C 10,097. 6,887. 3,210. d 5,255. 8,237. 13,492. е 5,329. 8,426. 13,755. f 8,282. 2,385. 10,667. g 4,591. 2,421 7,012. h 9,622. 13,106. 3,484. 2,795. 4,300. 7,095. 5.717. 4,850. 10,567. k 347. 2,794. 3,141. 1 545. 15,960. <15,415.> m 1,507. 2,184. 677. n 5,674. 2,523. 3,151. 0 Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), (j) Adjusted basis (k) Excess of col. (1) but not less than "-0-") (i) F.M.V. as of 12/31/69 as of 12/31/69 over col. (j), if any 9,776. а 2,017. b <u>3,84</u>0. C 3,210. d 8,237. е 5,329. f <u>2,385.</u> g 4,591. h 3,484. 2,795. 4,850. 2,794. 1 <15,415.> m 1,507. П 3,151. 0 If gain, also enter in Part I, line 7 (If (loss), enter "-0-" in Part I, line 7 2 Capital gain net income or (net capital loss) 2 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

Part IV Capital Gains and Lo		94-146	14997 <u>Fage 2 OI 3</u>
(a) List and	sses for Tax on Investment Income I describe the kind(s) of property solo rick warehouse; or common stock, 20		(b) How acquired P - Purchase D - Donation (c) Date acquired (mo., day, yr.)
1a Valero Energy			04/09/1002/14/13
b Trex Co Inc			Various 03/13/13
c Union Pacific			12/23/05/05/09/13
			08/10/1105/14/13
d Whirlpool Corp			
e CST Brands		04/09/10/05/21/13	
f Whitewave Food			12/16/1006/21/13
g Whitewave Food	<u>s B</u>	12/16/10/06/21/13	
h CST Brands			Various 06/25/13
Brunswick Corp			10/30/08/09/20/13
J Winnebago Indu	stries		06/02/0810/17/13
k Boeing Co			09/14/05/10/28/13
Trex Co Inc			08/30/11/10/31/13
m Raytheon Co			09/29/05 11/15/13
n Albany Intl Co	rp		08/05/05 11/29/13
o Ciber Inc			Various 12/19/13
(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 3,476.		1,556.	1,920.
b 5,049.		1,431.	3,618.
c 3,776.		956.	2,820.
d 6,334.		3,301.	3,033.
e 18.		9.	9.
f 15.		7.	8.
7		5.	2.
h 968.		423.	545.
5,073.		434.	4,639.
6,633.		3,687.	2,946.
C 420		3,283.	3,147.
$\frac{k}{1}$ 6,430.		1,704.	5,117.
		2,808.	3,532.
m 6,340.			
n 3,553.		3,574.	<21.>
o 5,498.	ng gain in column (h) and owned by t	8,425.	<2,927.>
(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	(I) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,920.
b			3,618.
C			2,820.
d			3,033.
e			9.
f			8.
g			2.
h		-	545.
1			4,639.
,		 	2,946.
- <u>l</u>		 	
1		 	
<u></u>		<u> </u>	
			
0			<u> </u>
2 Capital gain net income or (net ca	ipital loss) { If gain, also enter If (loss), enter -0	In Part I, line 7 I-" in Part I, line 7	2
3 Net short-term capital gain or (los if gain, also enter in Part I, line 8, if (loss), enter "-0-" in Part I, line 8	column (c).	d (6):	3
 Capital gain net income or (net ca Net short-term capital gain or (los if gain, also enter in Part I, line 8, 	ss) as defined in sections 1222(5) an column (c).		3,147. 5,117. 3,532. <21. <2,927.

(a) List and	ses for Tax on Investment Income describe the kind(s) of property so ck warehouse; or common stock, 2	old, e.g., real estate,	(b) How acquired P - Purchase	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Capital Gains I				U - DUIIAIIUII		
b	71 V 1 GC11 GB	 				
C						
d				-		
е						
						_
9						
h						
<u> </u>						
<u> </u>						
k						
<u> </u>						
<u>m</u>						
0	· · -					·
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale		(h) (e) p	Gain or (loss) lus (f) minus (g)	
15,401.	, , , , , , , , , , , , , , , , , , ,				., .,	15,401
b						
0						
t						
9						
f					=	
g						
<u> </u>						
1						
J	. ===					
k			+		· .	
<u> </u>			 			
<u>n</u>						
n	 	 	-			
Complete only for assets showing	g gain in column (h) and owned by	the foundation on 12/31/69	+	/I\ ns	ses (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	_	Gains (excess o	of col (h) gain over ot less than "-0-")	col. (k),
a						15,401
b						
c						
d						
e						
f						
g			1			
h	<u> </u>					
<u> </u>			 			
]						
<u>k</u>						
<u> </u>						
m n	·		1			
0			1			
·			1			
2 Capital gain net income or (net cap		er in Part I, line 7 -0-* in Part I, line 7	2			86,340
3 Net short-term capital gain or (loss If gain, also enter in Part I, line 8, of If (loss), enter "-0-" in Part I, line 8	column (c).	inu (0).			N/A	

84-1464997

1			
The	Antrev	Foundation	

Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient Foundation Purpose of grant or show any relationship to Amount any foundation manager or substantial contributor status of contribution Name and address (home or business) recipient Charitable Gift None 501 (c) (3) Centus Counseling 50<u>0.</u> organization 501 (c) (3) Charitable Gift CATO Institute None 500. organization 501 (c) (3) Charitable Gift None Colo Council on Economics 3,000. <u>organization</u> Charitable Gift None 501 (c) (3) Colorado Neurological Institute 2,000. <u>organization</u> 501 (c) (3) Charitable Gift Craig Hospital Foundation None organization 2,000. 501 (c) (3) Charitable Gift None Downing House 100. organization Charitable Gift None 501 (c) (3) Independence Institute 5,000. organization None 501 (c) (3) Charitable Gift Junior Achievement Endowment 2,000, organization 501 (c) (3) Charitable Gift Families Firs None 400. organization 501 (c) (3) Charitable Gift Grove City College None 1,000. organization 64 250 Total from continuation sheets

The Autrey Foundation 84-1464997

Part XV Supplementary Information				
3 Grants and Contributions Paid During the			· r · · · · · · · · · · · · · · · · · ·	
Recipient	If recipient is an individual, show any relationship to any foundation manager	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient		
The Denver Zoo	None	501 (c) (3) organization	Charitable Gift	5,000,
First Baptist Church of Kittanning	None	501 (c) (3) organization	Charitable Gift	2,500.
Alzheimers Association RMC	None	501 (c) (3) organization	Charitable Gift	2,000,
Generations Cancer Foundation	None	501 (c) (3)	Charitable Gift	1,000.
National MS Society	None	501 (c) (3) organization	Charitable Gift	2,000,
CHVE - PTCO	None	501 (c) (3) organization	Charitable Gift	5,000,
The First Tee of Denver	None	501 (c) (3) organization	Charitable Gift	500,
AMC Cancer Fund	None	501 (c) (3)	Charitable Gift	2,000.
Center Hill Church of the Brethren	None	501 (c) (3)	Charitable Gift	2,500,
Central City Opera	None	501 (c) (3) organization	Charitable Gift	500
Total from continuation sheets				

The Autrey Foundation 84-1464997

3 Grants and Contributions Paid During the \	fear (Continuation)			
Recipient	If recipient is an individual,	Foundation	Purpose of grant or	
Name and address (home or business)	show any relationship to any foundation manager or substantial contributor	status of recipient	contribution	Amount
	or substantial contributor	recipient		
Denver Young Artists Orchestra	None	501 (c) (3)	Charitable Gift	
		organization		500
CO Council on Economic Education	None	501 (c) (3)	Charitable Gift	1 000
		organization		1,000
Craig Hospital Foundation	None	501 (c) (3) organization	Charitable Gift	2,000
Independence Institute	None	501 (c) (3) organization	Charitable Gift	2,000
Junior Achievement Endowment	None	501 (c) (3)	Charitable Gift	1 000
		organization		1,000
Vail Veterans	None	501 (c) (3) organization	Charitable Gift	1,000
Operation Homefront	None	501 (c) (3) organization	Charitable Gift	2,000
Project Angel Heart	None	501 (c) (3)	Charitable Gift	5 000
		organization		6,000
Leukemia and Lymphoma Society	None	501 (c) (3)	Charitable Gift	500
Thin Difide December		E01 (=) (2)	Chaultahla 2156	
Spina Bifida Association of Colorado	None	501 (c) (3) organization	Charitable Gift	250
Total from continuation sheets		organization		25

3 Grants and Contributions Paid During the	e Year (Continuation)			
Recipient	If recipient is an individual, show any relationship to	Foundation	Purpose of grant or	
Name and address (home or business)	any foundation manager or substantial contributor	status of recipient	contribution	Amount
Anchor Center for Blind Children	None	501 (c) (3)	Charitable Gift	501
Colorado Uplift	None	501 (c) (3)	Charitable Gift	2,000
ave Our Youth	None	501 (c) (3) organization	Charitable Gift	5,000
Fine Arts Foundation	None	501 (c) (3)	Charitable Gift	1,000
				

Form 990-PF Intere	st on Saving	s and Tempor	ary Cash	Investments	Statement 1
Source		(a) Revenue Per Book		(b) Investment Income	(c) Adjusted Net Income
Interest Income Interest Income - U	S Govt		1. 7.	1.7.	
Total to Part I, li	ne 3		8.	8.	
Form 990-PF	Dividends	and Interest	from Se	curities	Statement 2
Form 990-PF	Dividends Gross Amount	Capital Gains	(a) Revenu	(b)	(c) st- Adjusted
	Gross	Capital Gains	(a) Revenue Per Book	(b) e Net Inves ks ment Inco 14. 28,73	(c) st- Adjusted ome Net Income 14.

Form 99	0-PF G	ain or (Loss)	from Sale o	of .	Assets	Stat	tement 3
Descrip	(a) otion of Property				Manner Acquired	Date Acquired	Date Sold
Cambiar	Small Cap			-		02/23/06	08/01/13
	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense o Sale	of	(e) Depreca	. Gain	(f) or Loss
	25,605.	15,829.		0.		0.	9,776.
Descrip	(a) otion of Property				Manner Acquired	Date Acquired	Date Sold
Google	Inc			-		05/03/11	01/10/13
	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense o Sale	of	(e) Deprec	. Gain	(f) or Loss
	7,391.	5,374.		0.		0.	2,017.
Descrip	(a) otion of Property				Manner Acquired	Date Acquired	Date Sold
Oge Ene	rgy Corp			-		01/07/09	01/10/13
	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense o Sale	of	(e) Deprec	. Gain	(f) or Loss
	7,124.	3,284.		0.		0.	3,840.

Descrip	(a) otion of Property			Manner Acquired	Date Acquired	Date Sold
Abbvie	Inc	_			03/03/11	01/25/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	10,097.	6,887.	0.		0.	3,210.
Descrip	(a) otion of Property			Manner Acquired	Date Acquired	Date Sold
Oge Ene	ergy Corp				01/07/09	03/15/13
	(b)	(c)	_ (d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	13,492.	5,255.	0.		0.	8,237.
Descrip	(a) otion of Property			Manner Acquired	Date Acquired	Date Sold
Darden	Restaurants	_			11/25/09	04/04/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	13,755.	8,426.	0.		0.	5,329.
Descrip	(a) otion of Property			Manner Acquired	Date Acquired	Date Sold
Waste N	Management Inc	_			08/27/09	04/04/13
	(b)	(c)	_ (d)	(e) °		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	10,667.	8,282.	0.		0.	2,385.

Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Thermo	Fisher Scien	_			05/18/05	06/05/13
	(b) Gross	(c) Value at	(d) Expense of	(e)	Cain	(f) or Loss
-	Sales Price	Time of Acq.	Sale	Deprec -		
	7,012.	2,421.	0.		0.	4,591.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Air Pro	ducts & Chem	_			05/06/10	07/26/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
-	13,106.	9,622.	0.		0.	3,484.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Google	Inc	_			05/03/11	09/13/13
	(b)	(c)	_ (d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
-	7,095.	4,300.	0.		0.	2,795.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
SPX Cor	р	_			07/08/09	10/31/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss

Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Brunswi	ck Corp	_			10/30/08	01/08/13
	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec	. Gain	(f)
	3,141.	347.	0.		0.	2,794.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Oversea	s Shipholding Gr	oup			Various	01/10/13
	(b) Gross	(c) Value at	(d) Expense of	(e)		(f)
	Sales Price	Time of Acq.	Sale	Deprec	Gain	or Loss
	545.	15,960.	0.		0.	<15,415.>
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Rockwel	1 Automation				01/23/09	01/25/13
	(b)	(c)	(b)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	Gain	or Loss
	2,184.	677.	0.		0.	1,507.
Dogarin	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Descrip						
Whirlpo	 	_			Various	02/05/13
	ol Corp (b) Gross	— (c) Value at	(d) Expense of	(e)		(f)
	ool Corp (b)	— (c)		(e) Deprec		

Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Valero	Energy				04/09/10	02/14/13
	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec	Gain	(f) or Loss
	3,476.	1,556.	0.	·	0.	1,920.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Trex Co	Inc	_	•		Various	03/13/13
	(b) Gross	(c) Value at	(d) Expense of	(e)		(f)
	Sales Price	Time of Acq.	Sale	Deprec	Gain	or Loss
	5,049.	1,431.	0.		0.	3,618.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Union P	acific				12/23/05	05/09/13
	(b)	(c) Value at	(d)	(e)		(f)
	Gross Sales Price	Time of Acq.	Expense of Sale	Deprec	Gain	or Loss
	3,776.	956.	0.		0.	2,820.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Whirlpo	ol Corp	_			08/10/11	05/14/13
	(b) Gross	(c) Value at	(d) Expense of	(e)		(f)
	Sales Price	Time of Acq.	Sale	Deprec	Gain	or Loss
·	6,334.	3,301.	0.		0.	3,033.

Descrip	(a) tion of Property					Manner Acquired	Date Acquired	Date Sold
CST Bra	nds	_			-		04/09/10	05/21/13
	(b) Gross	(c) Value		(d) Expense	of	(e)		(f)
	Sales Price	Time of	Acq.	Sale		Deprec	Gain	or Loss
	18.		9.		0.		0.	9.
Descrip	(a) tion of Property					Manner Acquired	Date Acquired	Date Sold
Whitewa	ve Foods	_			•		12/16/10	06/21/13
	(b) Gross	(c) Value	at	(d) Expense	of	(e)		(f)
	Sales Price	Time of		Sale		Deprec	. Gain	or Loss
	15.		7.		0.		0.	8.
Descrip	(a) tion of Property					Manner Acquired	Date Acquired	Date Sold
Whitewa	ve Foods B	_					12/16/10	06/21/13
	(b)	(c)	_ &_	(d)		(e)		(f)
	Gross Sales Price	Value Time of		Expense Sale	01	Deprec	. Gain	or Loss
	7.		5.		0.		0.	2.
Descrip	(a) tion of Property					Manner Acquired	Date Acquired	Date Sold
CST Bra	nds	-			•		Various	06/25/13
	(b)	(c)	a.t	(d)	o f	(e)		(f)
	Gross Sales Price	Value Time of		Expense Sale	OI	Deprec	. Gain	or Loss
•	968.		423.		0.		0.	545.

Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Brunswi	ck Corp				10/30/08	09/20/13
	(b) Gross		(d) Expense of	(e)		(f)
-	Sales Price	Time of Acq.	Sale 	Deprec -		or Loss
	5,073.	434.	0.		0.	4,639.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Winneba	go Industries	_			06/02/08	10/17/13
	(b) Gross	(c) Value at	(d) Expense of	(e)		(f)
	Sales Price	Time of Acq.	Sale	Deprec	. Gain	or Loss
-	6,633.	3,687.	0.		0.	2,946.
Descrip	(a) tion of Property			Manner Acquired	Date Acquired	Date Sold
Boeing	Co	_			09/14/05	10/28/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
•	6,430.	3,283.	0.		0.	3,147.
Descrip	(a) tion of Property			Manner Acquired		Date Sold
Trex Co	Inc	- -			08/30/11	10/31/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
•	6,821.	1,704.	0.		0.	5,117.

Descri	(a) ption of Property			Manner Acquired	Date Acquired	Date Sold
Raythe	on Co	_			09/29/05	11/15/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	6,340.	2,808.	0.		0.	3,532.
Descri	(a) ption of Property			Manner Acquired	Date Acquired	Date Sold
Albany	Intl Corp	-			08/05/05	11/29/13
	(b)	(c)	(d)	(e)		(f)
	Gross Sales Price	Value at Time of Acq.	Expense of Sale	Deprec	. Gain	or Loss
	3,553.	3,574.	0.		0.	<21.
Descri	(a) ption of Property	_		Manner Acquired	Date Acquired	Date Sold
Ciber	Inc				Various	12/19/13
	(b) Gross	(c) Value at	(d) Expense of	(e)		(f)
			Sale	Deprec	. Gain	or Loss
	Sales Price 5,498.		Sale 0.	Deprec	. Gain 0.	or Loss <2,927.
	Sales Price	Time of Acq. 8,425.		Manner	0.	
	Sales Price 5,498.	Time of Acq. 8,425.	0.	Manner	Date Acquired	<2,927.
	Sales Price 5,498. (a) ption of Property n 1231 Gains (b)	8,425.	0. (d)	Manner Acquired	Date Acquired	<2,927. Date Sold
	Sales Price 5,498. (a) ption of Property on 1231 Gains	Time of Acq. 8,425.	0.	Manner Acquired Purchased	Date Acquired Various	<2,927. Date Sold 12/31/13
	Sales Price 5,498. (a) ption of Property 1231 Gains (b) Gross	Time of Acq. 8,425. (c) Cost or	(d) Expense of	Manner Acquired Purchased (e) Deprec	Date Acquired Various	<2,927. Date Sold 12/31/13 (f)
Sectio	Sales Price 5,498. (a) ption of Property on 1231 Gains (b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	Manner Acquired Purchased (e) Deprec	Date Acquired Various Gain	<2,927. Date Sold 12/31/13 (f) or Loss
Section	Sales Price 5,498. (a) ption of Property on 1231 Gains (b) Gross Sales Price 85.	(c) Cost or Other Basis 0.	(d) Expense of Sale	Manner Acquired Purchased (e) Deprec	Date Acquired Various Gain	<2,927. Date Sold 12/31/13 (f) or Loss 85.

Form 990-PF	Other	Income	······································	Statement
Description		(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Other investment losses Other investment income Other investment income	_	<932.> 4,457. 3,408.		>
Total to Form 990-PF, Part I,	line 11 =	6,933.	6,933.	
Form 990-PF	Account	ing Fees		Statement
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitabl Purposes
Accounting Fees	3,200	. 3,200.	•	0
To Form 990-PF, Pg 1, ln 16b	3,200	3,200.		0
Form 990-PF C	ther Profe	ssional Fees		Statement
	(a) Expenses	(b) Net Invest-	(c) Adjusted	(d) Charitabl
Description	Per Books	ment Income	Net Income	
Description		_		
	Per Books	. 10,503.	· · · · · · · · · · · · · · · · · ·	Purposes
Management Fees	10,503 10,503	. 10,503.		Purposes 0
Management Fees To Form 990-PF, Pg 1, ln 16c	10,503 10,503	. 10,503 10,503. xes (b) Net Invest-		Purposes 0 0 Statement (d) Charitabl
Management Fees To Form 990-PF, Pg 1, ln 16c Form 990-PF	Per Books 10,503 10,503 Ta: (a) Expenses	. 10,503 10,503. xes (b) Net Invest- ment Income	(c) Adjusted Net Income	Purposes 0 0 Statement (d) Charitabl

Statement

Form 990-PF	Other E	xpenses	Statement 8		
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Theft Losses	3,432.	3,432.		0.	
Non-Deductible Expenses	3.	0.		0. 0. 0.	
Penalties	17.	0.		0.	
Portfolio Expenses	598.	598.		0.	
Office Expenses	80.	80.		0.	
To Form 990-PF, Pg 1, ln 23	4,130.	4,110.		0.	

Footnotes

CONTROLLED FOREIGN PARTNERSHIP REPORTING

The taxpayer is required to file form 8865, but is not doing so under the constructive owners exception.

US persons whose interest the taxpayer constructively owns:

Agile Safety Fund LP

94-3411348

4909 Pearl East Circle

Boulder, CO 80301

Foreign partnership for which the taxpayer would have had to file Form 8865 but fot the exception:

Agile Safety Master Fund

Columbia House, 32 Reid Street

Hamilton, Bermuda

Form 990-PF Other Increases i	n Net Assets or Fu	ınd Balances	Statement 10
Description			Amount
Contribution from original cont	ributors		211.
Total to Form 990-PF, Part III,	line 3		211.
Form 990-PF	Corporate Stock		Statement 11
Description		Book Value	Fair Market Value
Corporate Stocks		1,084,406.	1,752,839.
Total to Form 990-PF, Part II,	line 10b	1,084,406.	1,752,839.
Form 990-PF	Other Investments		Statement 12
Description	Valuation Method	Book Value	Fair Market Value
Agile Safety Fund Enterprise Products Partners	COST COST	119,984. 3,511.	0. 73,991.
Total to Form 990-PF, Part II,	line 13	123,495.	73,991.
Form 990-PF Inter	est and Penalties		Statement 13
Tax due from Form 990-PF, Part Underpayment penalty Late payment interest Late payment penalty	VI		671. 15. 10. 20.
Total Amount Due			716.

Form 990-PF	La	te Payment P	enalty	··	Stat	ement	14
Description	Date	e Amoun	t Bala	nce	Months	Penal	.t y
Tax due Date filed	05/15 11/15	. – –	671.	671. 671.	6		20.
Total late paymen	nt penalty						20.
Form 990-PF	La	te Payment I	nterest		Stat	ement	15
Form 990-PF Description	La Date	te Payment I Amount	nterest Balance	Rate		ement Inter	
		<u> </u>		030	Days	 	

Form 8868 (Rev 1-2014)	_				Page 2
If you are filing for an Additional (Not Automatic) 3-Month	Extension,	complete only Part II and check this	box		▶ X
Note. Only complete Part II if you have already been granted a				8868.	
 If you are filing for an Automatic 3-Month Extension, comp 					
Part II Additional (Not Automatic) 3-Month	Extensio	n of Time. Only file the origin	al (no c	opies ne	eded).
					, see instructions
					ion number (EIN) or
print					,
File by the The Autrey Foundation				84-1	464997
due date for Number, street, and room or suite no. If a P.O. box	see instruc	tions	Social se	curity num	
illing your	., 500 11131160		000141 00	ounty num	561 (5611)
instructions City, town or post office, state, and ZIP code For a	foreign add	Irace eae instrictions			
Englewood, CO 80113	a loreigil auc	ness, see mandenons			
Englewood, co 80113					
Enter the Return code for the return that this application is for	(file a separa	te application for each return)			0 4
Application	Return	Application			Return
Is For	Code	Is For			Code
Form 990 or Form 990-EZ	01	13 1 01	<u> </u>		Oue
Form 990-BL	02	Form 1041-A			08
	03	Form 4720 (other than individual)			09
Form 4720 (Individual) Form 990-PF	03				10
		Form 5227			
Form 990-T (sec 401(a) or 408(a) trust) 05 Form 6069			11		
Form 990-T (trust other than above) STOP! Do not complete Part II if you were not already grant	06	Form 8870			12
The books are in the care of ▶ 16 Cherrymoor Telephone No ▶ (303) 761-2775 If the organization does not have an office or place of busin If this is for a Group Return, enter the organization's four dig box ▶ If it is for part of the group, check this box ▶ I request an additional 3-month extension of time until For calendar year 2013, or other tax year beginning If the tax year entered in line 5 is for less than 12 months Change in accounting period The state in detail why you need the extension Additional time is needed to to file a complete and accur	ess in the Ur git Group Exe and atta Novem , check reas gathe	Fax No Inted States, check this box emption Number (GEN) If since a list with the names and EINs of the ber 15, 2014. Initial return Initial return Information from	this is fo all memb	ers the ext	ension is for.
 8a If this application is for Forms 990-BL, 990-PF, 990-T, 475 nonrefundable credits. See instructions. b If this application is for Forms 990-PF, 990-T, 4720, or 60 tax payments made. Include any prior year overpayment previously with Form 8868. 	69, enter an	y refundable credits and estimated	8a 8b	\$	0.
c Balance due. Subtract line 8b from line 8a Include your	pavment wit	th this form, if required, by using	55		<u>~.</u>
EFTPS (Electronic Federal Tax Payment System) See in			8c	s	0.
		st be completed for Part II o		· *	
Under penalties of perjury, I declare that I have examined this form, incit is true, correct, and complete, and that I am authorized to prepare thi	luding accomp	•	-	f my knowle	dge and belief,
Signature ► Title ►	•		Date	>	
					8868 (Rev. 1-2014)

323842 12-31-13