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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 , 2013, and ending , 20

Name of foundation DAVID & KATHERINE LAWRENCE FOUNDATION		A Employer identification number 84-6021554
Number and street (or P O box number if mail is not delivered to street address) 7800 EAST ARAPAHOE RD	Room/suite 215	B Telephone number (see instructions) 303/488-9666
City or town, state or province, country, and ZIP or foreign postal code ENGLEWOOD, CO 80112-1262		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ 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) ▶ \$ 1,000,126	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	150,000			
	2 Check ☐ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	22	22	Non-Operating	
	4 Dividends and interest from securities	22,983	22,257	Private Fdn.--	
	5a Gross rents	--	--	Col. (c) Not	
	b Net rental income or (loss)	--			
	6a Net gain or (loss) from sale of assets not on line 10	--			
	b Gross sales price for all assets on line 6a	--			
	7 Capital gain net income (from Part IV, line 2)		3,120		
	8 Net short-term capital gain			Required Because	
	9 Income modifications			No Income from	
	10a Gross sales less returns and allowances	--			
b Less: Cost of goods sold	--				
c Gross profit or (loss) (attach schedule)	--		Charitable		
11 Other income (attach schedule)	18,624	18,624	Activity.		
12 Total. Add lines 1 through 11	216,629	44,023	N/A		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	--	--	N/A	--
	14 Other employee salaries and wages	--	--	N/A	--
	15 Pension plans, employee benefits	--	--	N/A	--
	16a Legal fees (attach schedule)	--	--	N/A	--
	b Accounting fees (attach schedule)	3,315	2,486	N/A	829
	c Other professional fees (attach schedule)	--	--	N/A	--
	17 Interest	--	--	N/A	--
	18 Taxes (attach schedule) (see instructions)	1,503	1,099	N/A	--
	19 Depreciation (attach schedule) and depletion	--	--	N/A	--
	20 Occupancy	--	--	N/A	--
	21 Travel, conferences, and meetings	--	--	N/A	--
	22 Printing and publications	--	--	N/A	--
	23 Other expenses (attach schedule)	--	--	N/A	--
	24 Total operating and administrative expenses. Add lines 13 through 23	4,818	3,585	N/A	--
	25 Contributions, gifts, grants paid	40,900			40,900
26 Total expenses and disbursements. Add lines 24 and 25	44,818	3,585	N/A	41,729	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	171,811				
b Net investment income (if negative, enter -0-)		40,438			
c Adjusted net income (if negative, enter -0-)			N/A		

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2013)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	1,074	1,586	1,586
	2 Savings and temporary cash investments	197,136	254,050	254,050
	3 Accounts receivable ▶	--	--	--
	Less: allowance for doubtful accounts ▶	--	--	--
	4 Pledges receivable ▶	--	--	--
	Less: allowance for doubtful accounts ▶	--	--	--
	5 Grants receivable	--	--	--
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)	--	--	--
	7 Other notes and loans receivable (attach schedule) ▶	--	--	--
	Less: allowance for doubtful accounts ▶	--	--	--
	8 Inventories for sale or use	--	--	--
	9 Prepaid expenses and deferred charges	--	--	--
	10a Investments—U.S. and state government obligations (attach schedule)	--	--	--
	b Investments—corporate stock (attach schedule)	434,051	630,770	630,770
	c Investments—corporate bonds (attach schedule)	24,840	--	--
	11 Investments—land, buildings, and equipment: basis ▶	--	--	--
Liabilities	Less: accumulated depreciation (attach schedule) ▶	--	--	--
	12 Investments—mortgage loans	--	--	--
	13 Investments—other (attach schedule)	43,220	39,625	113,720
	14 Land, buildings, and equipment: basis ▶	--	--	--
	Less: accumulated depreciation (attach schedule) ▶	--	--	--
	15 Other assets (describe ▶ SEE SCHEDULE)	4,429	--	--
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	704,750	926,031	1,000,126
	17 Accounts payable and accrued expenses	--	--	--
	18 Grants payable	--	--	--
	19 Deferred revenue	--	--	--
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons	--	--	--
	21 Mortgages and other notes payable (attach schedule)	--	--	--
	22 Other liabilities (describe ▶)	501	404	--
	23 Total liabilities (add lines 17 through 22)	501	404	--
	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	704,249	925,627	--
	25 Temporarily restricted	--	--	--
Net Assets or Fund Balances	26 Permanently restricted	--	--	--
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	--	--	--
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	--	--	--
	29 Retained earnings, accumulated income, endowment, or other funds	--	--	--
	30 Total net assets or fund balances (see instructions)	704,249	925,627	--
	31 Total liabilities and net assets/fund balances (see instructions)	704,750	926,031	--

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	704,249
2 Enter amount from Part I, line 27a	2	171,811
3 Other increases not included in line 2 (itemize) ▶	3	49,567
4 Add lines 1, 2, and 3	4	876,060
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	925,627

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities				
b				
c				
d LTCG div : Invesco Mid Cap Growth			07/2013	
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 64,654	0	64,544	110	
b				
c				
d 3,010	0	0	3,010	
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	3,120
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3	0

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.

(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	35,740	670,997	5.33 %
2011	21,321	444,628	4.80 %
2010	16,717	400,487	4.17 %
2009	18,073	359,397	5.03 %
2008	21,210	394,785	5.37 %
2 Total of line 1, column (d)			2 24.70%
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 4.94%
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 804,920
5 Multiply line 4 by line 3			5 39,763
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 404
7 Add lines 5 and 6			7 40,167
8 Enter qualifying distributions from Part XII, line 4 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.			8 41,729

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		404
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		404
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		404
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		496
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		496
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		22
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax Refunded	11		22

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?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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.</i>		☒
c Did the foundation file Form 1120-POL for this year?		☒
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ <u>0</u> (2) On foundation managers. ▶ \$ <u>0</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ <u>0</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		☒
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? <i>If "Yes," attach a conformed copy of the changes.</i>		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		☒
b If "Yes," has it filed a tax return on Form 990-T for this year?		☒
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		☒
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	☒	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	☒	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ COLORADO		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	☒	
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)? <i>If "Yes," complete Part XIV</i>		☒
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	☒	

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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	
Website address ► NONE				
14	The books are in care of ► DAVID F. LAWRENCE, JR.	Telephone no. ►	303/488-9666	
	Located at ► 7600 E ARAPAHOE RD. #215, ENGLEWOOD, CO	ZIP+4 ►	80112-1262	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.	15		☐
and enter the amount of tax-exempt interest received or accrued during the year				
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			✓

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly).		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . ☐ Yes ☒ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	
	Organizations relying on a current notice regarding disaster assistance check here ☐		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	✓
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No		
	If "Yes," list the years ► 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	✓
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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.)	3b	✓
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	✓
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	✓

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
KATHERINE W. LAWRENCE 7600 E. Arapahoe Rd. #215, Englewood, CO 80112	President/Trustee Part Time	0	0	0
SARA A. GREY 7600 E. Arapahoe Rd. #215, Englewood, CO 80112	Vice Pres./Trustee Part Time	0	0	0
DAVID F. LAWRENCE, JR 7600 E. Arapahoe Rd. #215, Englewood, CO 80112	Treasurer/Trustee Part Time	0	0	0
LORI T. LAWRENCE 7600 E. Arapahoe Rd. #215, Englewood, CO 80112	Secretary Part Time	0	0	0

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

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

Total number of other employees paid over \$50,000 ☐ 0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services **0**

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 **0**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	483,545
b	Average of monthly cash balances	1b	217,680
c	Fair market value of all other assets (see instructions)	1c	115,953
d	Total (add lines 1a, b, and c)	1d	817,178
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	35,469
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	817,178
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	12,258
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	804,920
6	Minimum investment return. Enter 5% of line 5	6	40,246

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	40,246
2a	Tax on investment income for 2013 from Part VI, line 5	2a	404
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	0
c	Add lines 2a and 2b	2c	404
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	39,842
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	39,842
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	39,842

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	41,729
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	41,729
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	404
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	41,325

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				39,842
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
b Total for prior years. 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	0			
b From 2009	0			
c From 2010	0			
d From 2011	0			
e From 2012	693			
f Total of lines 3a through e	693			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 41,729				
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				39,842
e Remaining amount distributed out of corpus	2,580			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	2,580			2,580
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,273			
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 instructions			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) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9:				
a Excess from 2009	0			
b Excess from 2010	0			
c Excess from 2011	0			
d Excess from 2012	0			
e Excess from 2013	2,580			

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)

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

DAVID F. LAWRENCE, SR. (DIED 1991) AND KATHERINE W. LAWRENCE (CURRENT PRESIDENT/TRUSTEE)

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

- b** The form in which applications should be submitted and information and materials they should include:

- c** Any submission deadlines:

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		✓
	(2) Other assets	1a(2)		✓
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		✓
	(3) Rental of facilities, equipment, or other assets	1b(3)		✓
	(4) Reimbursement arrangements	1b(4)		✓
	(5) Loans or loan guarantees	1b(5)		✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)		✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		✓
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.			

[illegible]

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

b If "Yes," complete the following schedule.

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

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

Signature of officer or trustee David Lawrence **Date** 8/2/14 **Title** TREASURER

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

Paid Preparer Use Only	Pnn/Type preparer's name CONNIE R. BOYER, CPA	Preparer's signature 	Date 8/14/14	Check ☒ if self-employed	PTIN P01700274
	Firm's name ▶ CONNIE R. BOYER, CPA			Firm's EIN ▶ 84-1232892	
	Firm's address ▶ 2860 SIXTH STREET, BOULDER, CO 80304-3010			Phone no 303/442-0142	

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

OMB No 1545-0047

2013

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

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

DAVID AND KATHERINE LAWRENCE FOUNDATION

Employer identification number

84-6021554

Organization type (check one).**Filers of:****Section:**

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions**General Rule**

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$

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

Name of organization

Employer identification number

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	KATHERINE W. LAWRENCE 7600 E. ARAPAHOE RD. #215 ENGLEWOOD, CO 80112	\$ 150,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

**TAX SCHEDULE OF
DIVIDENDS AND INTEREST FROM SECURITIES
(OTHER THAN TEMPORARY CASH INVESTMENTS)
CALCULATED ON BOTH ACCRUAL AND CASH BASES**

	(a) Amount Accrued, Unrealized 12/31/12	(b) Amount Accrued, Unrealized 12/31/13	2013 Book Income (Accrual Basis)	Totals
Ordinary income and STCG dividends				
AstroZeneca (AZN)	\$ 0	\$ 0	\$ 0	
Blackrock (BTZ)	157	242	2,300	
Bristol-Myers Squibb (BMY)	0	288	1,408	
Calamos Asset Mgmt. (CLMS)	0	0	1,125	
Cohen & Steers Infrastructure (UTF)	0	0	756	
CommonWealth REIT (CWH)	0	0	500	
First Trust Strategic High Income Fund II (FHY)	0	0	2,880	
Franklin Templeton Ltd. Duration Income Tr. (FTF)	126	110	1,354	
GlaxoSmithKline (GSK)	116	123	482	
Invesco Dynamics Fund—Investor Class (FIDYX)	0	0	319	
Invesco Mid Cap—Class A (LTCG div. listed 990-PF, Part IV, not here)				
Lexington Real Estate Trust (LXP)	168	185	691	
National Grid (NGG)	0	351	351	
Novartis AG (NVS)	0	0	726	
Seadrill (SDRL)	0	0	1,644	
Senior Housing Properties Tr. (SNH)	0	0	312	
Total S A (TOT)	389	403	1,564	
U.S. Government MMF RBC Reserve Class—reported on Stmt 3, not here				
Virtus Total Return Fund (DCA)	250	0	920	
Vodafone Group (VOD)	518	731	1,794	
Wells Fargo & Co. 7 5% (WFCPRL)	0	0	1,875	
Xcel Energy (XEL)	460	477	1,893	
				\$ 22,894
Interest from corporate debt investments				
\$25,000 Capital One Capital II Enhanced TruPS (COFPRB)	0	0	89	
TOTAL ACCRUAL ADJUSTMENT AMOUNTS	\$ 2,184	\$ 2,910		89
TOTAL BOOK INCOME (ACCRUAL BASIS) TO 990-PF, PART 1, LINE 4(a)				\$ 22,983
ADJUST TOTAL BOOK INCOME				
Net accruals to modify to cash basis: Col (a) - Col (b):				(726)
TOTAL CASH-BASIS INCOME TO 990-PF, PART 1, LINE 4(b)				\$ 22,257

**TAX SCHEDULE OF
INCOME/(LOSS) FROM "OTHER ASSETS":
ROYALTIES AND PARTNERSHIPS**
(Page 1 of 2)

	2013 Accrual Basis Book Value	2013 Cash Basis Income*
A. Royalty income (net of production taxes)		
OXY USA	\$ 13,147	\$ 14,074
Kimbrell Oil	1,030	1,023
	<u>\$ 14,177</u>	<u>\$ 15,097</u>
*Cash-basis amounts = cash actually rec'd Jan.-Dec. 2013 (net of taxes)		
B. Partnership income		
Notes:		
(a) Although income via these partnerships may be from unrelated businesses defined in the strictest sense, most of it is excluded from UBTI treatment by its nature, and there is not sufficient income, due to the \$1,000 filing exemption of Tr. Reg. 1.6012-2(e) to require a separate 990-T return. Therefore, only this 990-PF reports such partnership income for tax purposes.		
(b) Income or loss from these partnership investments is of a passive nature to a limited partner. A not-for-profit entity is not, however, included among those taxable entities which are subject to the passive-loss limitation rules [Tr. Reg. § 1.469-1T(b)], therefore, the whole of any loss is deducted. The provisions of Treasury Reg. § 1.469-5T(e) apply to limited partners, but only when a limited partner is subject to the overall rules, which is not the case for a not-for-profit foundation.		
(c) Section 1231 gains/(losses) are treated as LTCG or LTCL if the gains total more than the losses. If § 1231 gains equal or are less than § 1231 losses, however, then all § 1231 gains and losses are treated as ordinary gains and losses no matter how long the investment has been held.		
(d) Foreign tax credits are not allowed to be claimed against any but I.R.C. Chapter 1 taxes. The Foundation pays only an excise tax, which is charged under Chapter 42 of the I.R.C. Therefore no foreign tax credit may be claimed.		
Ivy Properties, LLLP (privately traded, carried at cost).....		\$ 4,041
The financial accounting value for this investment's income/(loss) is reported at the value of cash withdrawals received (which are considered nonliquidating distributions from partnership income), in contrast with the amounts listed below which are included for tax purposes on Part I, Line 11(b), of this return.		
Net rental passive income/(loss)	\$ 4,230	
Interest	3	
Overall net tax value	<u>\$ 4,233</u>	
Book value of inc. distr. rec'd	(4,041)	
Difference [BV < tax value]	<u>\$ 192</u>	
SandRidge Mississippian Trust I, LP (a PTP—cannot be aggregated with other limited partnerships).....		1,228
The financial accounting value for this investment's income/(loss) is reported at the value of cash withdrawals received (which are considered nonliquidating distributions from partnership income), in contrast with the amounts listed below which are included for tax purposes on Part I, Line 11(b), of this return. Small amounts of deductions which might otherwise be listed on Part I, Lines 23 & 25, are included in the single tax value reported Part I, Line 11(b), of this return for the sake of simplicity (the tax effect is the same).		
Royalties	\$ 564	
Cost depletion	(518)	
Other deductions on royalty income	(43)	
	<u>\$ 3</u>	
Interest	41	
Other loss	(22)	
Overall net tax value	<u>\$ 22</u>	
Book value of income distributions rec'd	1,228	
Difference [BV > tax value]	<u>1,206</u>	
Note: Form 4952 has not been filed by the Foundation because it will not qualify for an investment interest expense deduction.		
Total cash-basis revenue from partnership investments		<u>\$ 5,269</u>
Total income/loss from "other assets"		<u>20,366</u>

**TAX SCHEDULE OF
INCOME/LOSS FROM "OTHER ASSETS":
ROYALTIES AND PARTNERSHIPS**
(Page 2 of 2)

Overall Summary

Royalty income, net of taxes--book value (accrual basis) for year	\$ 14,177
Partnership income--book value of distributions received	5,269

BOOK VALUE (ACCRUAL BASIS) TO 990-PF, PART I, LINE 11(a)	<u>\$ 19,446</u>
---	-------------------------

ADJUST TOTAL BOOK VALUE TO DETERMINE TAXABLE AMOUNTS (CASH BASIS):

Adjustment to convert royalty income from accrual basis (used for financial reporting) to cash basis (used for tax return)	\$ 919
Adjustments to convert partnership financial reporting income to K-1 taxable income	
Ivy Properties, LLLP	192
SandRidge Mississippian Trust I, LP	(1,014)

TOTAL ADJUSTMENTS TO CONVERT THESE ITEMS FROM BOOK VALUE TO TAX VALUE	<u>\$ 97</u>
--	---------------------

TOTAL BOOK VALUE (FROM TOP OF OVERALL SUMMARY SECTION)	\$ 19,446
TOTAL ADJUSTMENTS	97
TOTAL ADJUSTED TAX VALUE DISTRIBUTABLE TO PARTS I & IV OF RETURN	<u>\$ 19,543</u>

DISTRIBUTE TO 990-PF, PART IV (NONE--THERE IS NO 2013 LTCG FROM ABOVE)	<u>\$ 0</u>
DISTRIBUTE TO 990-PF, PART I, LINE 11(b)	<u>\$ 19,543</u>

DAVID AND KATHERINE LAWRENCE FOUNDATION
84-6021554
2013 FORM 990-PF

**TAX SCHEDULE OF
ACCOUNTING FEES AND COST REIMBURSEMENTS**

ACCOUNTING FEES AND REIMBURSED COSTS FOR FY 2012 (PAID 2013)
(accrual basis = cash basis)

\$ 3,315
TO 990-PF
PART I,
LINE 16b,
COL. (a)

ALLOCATION:

TO INVESTMENT INCOME -- estimated as allocable
to management of investments = 75%

\$ 2,486
TO 990-PF
PART I,
LINE 16b,
COL. (b)

TO CHARITABLE PURPOSES -- estimated as indirectly
allocable to charitable purposes = 25%

\$ 829
TO 990-PF
PART I,
LINE 16b,
COL. (d)

DAVID AND KATHERINE LAWRENCE FOUNDATION
84-6021554
2013 FORM 990-PF

**TAX SCHEDULE OF
TAXES PAID OR ACCRUED**

Excise tax on net investment income for 2013-- an accrued liability 12/31/13	\$ 404
Property taxes on mineral/royalty interests, adjusted for discount or penalty	1,099
Production taxes on royalty interests not reported here because the royalty income is reported net of such taxes on Part I, Line 11	Not reported here
TO 990-PF, PART I, LINE 18(a)	<u>\$ 1,503</u>
LESS. Excise tax on net investment income (not deductible in computing net investment income)	<u>(404)</u>
TO 990-PF, PART I, LINE 18(b)--TAXES, OTHER THAN EXCISE TAX ON INVESTMENT INCOME--PAID ON CASH BASIS	\$ 1,099

**TAX SCHEDULE OF
CHARITABLE DISTRIBUTIONS**

<u>Recipient</u>	<u>Nature</u>	<u>Amount</u>
Alzheimer's Association	Medical/Educational/Soc. Welfare	\$ 1,000
Boys and Girls Clubs of Metro Denver	Social Welfare	3,000
Bridge Community	Social Welfare	2,400
Carbondale Council of Arts and Humanities	Arts	1,500
Central City Opera Ass'n	Arts	2,000
Children's Hospital Fdn , Denver, CO	Medical	1,500
Colorado Academy	Educational	1,500
Denver Art Museum	Arts	2,500
Denver Botanic Gardens	Civic	2,500
Denver Museum of Nature and Science	Educational	2,500
Denver Rescue Mission	Social Welfare	1,500
Museum of Contemporary Art of Denver	Arts	2,000
Salvation Army	Social Welfare	1,500
University of Denver, Denver, CO	Educational	15,500
Total		\$ 40,900 TO 990-PF, PART I. LINE 25, COLS. (a) & (d)

**TAX SCHEDULE OF
ASSETS: INVESTMENTS IN
SECURITIES: CORPORATE EQUITIES**

	Book Value = Fair Value 12/31/12	Book Value = Fair Value 12/31/13
AstroZeneca PLC Sponsored ADR—046353108 (AZN)	\$ 0	\$ 11,874
BlackRock Credit Allocation Income Trust IV—092508100 (BTZ)	27,460	39,180
Bristol-Myers Squibb (BMY)	26,072	42,520
Calamos Asset Management, Class A—12811R104 (CLMS)	0	35,520
Cohen & Steers Infrastructure Fund—19248A109 (UTF)	0	28,840
CommonWealth REIT (formerly HRPT Properties Trust) (CWH)	7,920	11,655
First Trust Strategic High Income Fund II (FHY)	33,200	32,100
Franklin Templeton Ltd Duration Income Trust (FTF)	21,723	19,637
GlaxoSmithKline PLC Spons. ADR (from Glaxo Well) (GSK)	8,694	10,678
Invesco Dynamics (2012)/Mid Cap Growth (acquired 2013 from Invesco Dynamics merger)	93,297	128,317
Lexington Real Estate Trust (LXP)	11,734	11,464
National Grid PLC New Sponsored ADR —636274300 (NGG)	0	19,596
Novartis AG ADS (NVS)	18,990	24,114
Seadrill Ltd.—G7945E105 (SDRL)	0	24,648
Senior Housing Properties Trust—8171M109 (NYSE. SNH)	0	17,784
Total S.A. (TOT)	26,005	30,635
Virtus Total Return Fund—92829A103 (DCA)	19,350	27,510
Vodafone Group PLC Sponsored ADR (VOD)	25,190	39,310
Wells Fargo & Co 7 5% Non-Cum. Perpetual Cl. A Pfd. Ser. L (WFCPRL)	30,625	27,750
White River Capital (RVR)	38,250	0
Xcel Energy (XEL)	45,541	47,638
TOTALS	\$434,051 TO 990-PF, PART II, LINE 10(b), COL. (a)	\$630,770 TO 990-PF, PART II, LINE 10(b), COL. (b) & COL. (c)

**TAX SCHEDULE OF
ASSETS: INVESTMENTS IN
SECURITIES: CORPORATE & GOVERNMENTAL BONDS AND NOTES**

	Book Value = Fair Value <u>12/31/12</u>	Book Value = Fair Value <u>12/31/13</u>
\$25,000 Capital One Capital II 7 5% Enhanced TruPS (COFPRB)	\$ 24,840	\$ 0
Note Because of the peculiarities of the hybrid structure for this security, the Foundation treated distributions, when received, as dividend revenue for <i>financial accounting</i> purposes, and as interest revenue for <i>tax</i> purposes. The investment is, correspondingly, reported as an equity investment for <i>financial accounting</i> purposes, and as a debt investment for <i>tax</i> purposes. This security was sold 01/02/2013.		
	<u>\$ 24,840</u>	<u>\$ 0</u>
	TO 990-PF, PART II, LINE 10(c), COL. (a)	TO 990-PF, PART II, LINE 10(c), COL. (b) & COL. (c)

**TAX SCHEDULE OF
ASSETS: INVESTMENTS IN
"OTHER ASSETS": MINERAL/ROYALTY INTERESTS AND PARTNERSHIPS**

	<u>Book Value 12/31/12</u>	<u>Book Value 12/31/13</u>	<u>Fair Value 12/31/13</u>
Mineral and ORRI investments:			
MI in Dawson County, Texas [<i>fair value estimated @ 5 X gross ann. royalty income (using accrual basis)</i>]	\$ 0	\$ 0	\$ 74,095
Partnership Investments			
Ivy Properties, LLLP (acq. 2000) [<i>privately traded, no active market, fair value unknown, carried at cost</i>]	35,000	35,000	35,000
SandRidge Mississippian Trust I, LP (acq. 2011) (SDT) [<i>publicly traded—fair value = market price, and book value annually adj. to FV under FASB stds.</i>]	8,220	4,625	4,625
 TOTALS	 <u>\$ 43,220</u>	 <u>\$ 39,625</u>	 <u>\$ 113,720</u>
	TO 990-PF, PART II, LINE 13, COL. (a)	TO 990-PF, PART II, LINE 13, COL. (b)	TO 990-PF, PART II, LINE 13, COL. (c)

DAVID AND KATHERINE LAWRENCE FOUNDATION

84-6021554

2013 FORM 990-PF

**TAX SCHEDULE FOR
"OTHER LIABILITIES"**

	<u>12/31/12</u>	<u>12/31/13</u>
Accrued excise tax payable on net investment income	\$ 501	
	TO 990-PF	TO 990-PF
	PART II,	PART II,
	LINE 22	LINE 22
	COL. (a)	COL. (b)

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

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

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

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

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	DAVID & KATHERINE LAWRENCE FOUNDATION	84-6021554
	Number, street, and room or suite no. If a P O box, see instructions	Social security number (SSN)
	7600 EAST ARAPAHOE RD	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ENGLEWOOD, CO 80112-1262	

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

0 4

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

- The books are in the care of ► **DAVID F. LAWRENCE, JR. - TREASURER**

Telephone No. ► **303/488-9666** Fax No. ► **303/488-9664**

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

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15**, 20 **14**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☐ calendar year 20 ____ or

► ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	496
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	496

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Cat No. 27916D

Form **8868** (Rev. 1-2014)