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CHANGE OF ACCOUNTING PERIOD

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

OMB No 1545-0047

2013

Open to Public Inspection

Form 990

Department of the Treasury  
Internal Revenue Service

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

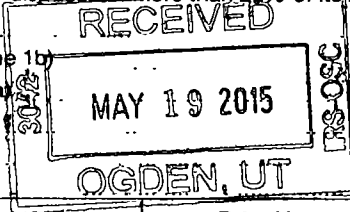
Information about Form 990 and its instructions is at www.irs.gov/form990.

A For the 2013 calendar year, or tax year beginning JAN 1, 2014 and ending JUN 30, 2014

B Check if applicable <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization <b>COLORADO UPLIFT, INC.</b>		D Employer identification number <b>84-0889330</b>
	Doing Business As		E Telephone number <b>303-830-6615</b>
	Number and street (or P.O. box if mail is not delivered to street address)	Room/suite	G Gross receipts \$ <b>742,541.</b>
	<b>3914 KING STREET</b>		H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
	City or town, state or province, country, and ZIP or foreign postal code <b>DENVER, CO 80211</b>		H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No
F Name and address of principal officer: <b>MIKE PAINTER</b> <b>SAME AS C ABOVE</b>		H(c) Group exemption number	
I Tax-exempt status <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c)( ) (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: <b>WWW.COLORADOUPLIFT.ORG</b>			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other		L Year of formation: <b>1982</b> M State of legal domicile: <b>CO</b>	

Part I Summary

1 Briefly describe the organization's mission or most significant activities: <b>BUILD LONG-TERM, LIFE-CHANGING RELATIONSHIPS WITH URBAN YOUTH.</b>			
2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.			
3	Number of voting members of the governing body (Part VI, line 1a)	3	103
4	Number of independent voting members of the governing body (Part VI, line 1b)	4	101
5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	0
6	Total number of volunteers (estimate if necessary)	6	250
7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.
7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.
		Prior Year	Current Year
8	Contributions and grants (Part VIII, line 1h)	4,812,502.	732,597.
9	Program service revenue (Part VIII, line 2g)	0.	0.
10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	42,277.	9,006.
11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	453,747.	938.
12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	5,308,526.	742,541.
13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	81,860.	30,123.
14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	3,303,539.	1,834,842.
16a	Professional fundraising fees (Part IX, column (A), line 11e)	75,000.	35,020.
b	Total fundraising expenses (Part IX, column (D), line 25) <b>256,818.</b>		
17	Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	1,477,888.	855,080.
18	Total expenses Add lines 13-17 (must equal Part IX, column (A), line 25)	4,938,287.	2,755,065.
19	Revenue less expenses. Subtract line 18 from line 12	370,239.	<2,012,524.>
		Beginning of Current Year	End of Year
20	Total assets (Part X, line 16)	8,364,080.	6,437,088.
21	Total liabilities (Part X, line 26)	514,132.	549,494.
22	Net assets or fund balances Subtract line 21 from line 20	7,849,948.	5,887,594.



SCANNED JUN 15 2015

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer <i>Mike Painter</i>	Date <b>5/12/15</b>
	<b>MIKE PAINTER, CHIEF EXECUTIVE OFFICER</b> Type or print name and title	

Paid Preparer Use Only	Print/Type preparer's name <b>KYLE FRITCH, CPA</b>	Preparer's signature <b>KYLE FRITCH, CPA</b>	Date <b>05/08/15</b>	Check if self-employed <input type="checkbox"/>	PTIN <b>P01313374</b>
	Firm's name <b>EIDE BAILLY, LLP</b>	Firm's EIN <b>45-0250958</b>	Firm's address <b>440 INDIANA ST., STE 200 GOLDEN, CO 80401</b>		
					Phone no. <b>(303) 986-2454</b>

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

61714

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III

1 Briefly describe the organization's mission:

BUILDING LONG-TERM, LIFE-CHANGING RELATIONSHIPS WITH URBAN YOUTH.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ?

Yes  No

If "Yes," describe these new services on Schedule O.

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services?

Yes  No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code ) (Expenses \$ 2,238,312. including grants of \$ 21,024. ) (Revenue \$ 938. )

DEVELOPING LIFE-CHANGING RELATIONSHIPS WITH ECONOMICALLY DISADVANTAGED AND AT-RISK URBAN YOUTH BY TEACHING CHARACTER, LEADERSHIP AND LIFE SKILLS FOR SUCCESS AND OFFERING ACTIVITIES THAT DEVELOP LEADERSHIP AND TEAMWORK. OUR PROGRAM CONCENTRATES ON FOUR PROGRAM AREAS - IN-SCHOOL, AFTER-SCHOOL, ADVENTURE, AND POST-SECONDARY. WE WORK TO ESTABLISH A MULTI-YEAR BOND OF INFLUENCE OVER THE LIFE OF EACH CHILD THAT PROVIDES HIM OR HER NEEDED SUPPORT. OUR PROGRAM HAS BEEN IMPLEMENTED IN 28 DENVER PUBLIC SCHOOLS. EACH YEAR APPROXIMATELY OVER 5,000 STUDENTS LEARN SEVEN CHARACTER QUALITIES AND SIX LIFE SKILLS IN CLASS, CRUCIAL TRAITS, AND RECEIVE MENTORING AND GUIDANCE OVER THE COURSE OF A CALENDAR YEAR.

4b (Code ) (Expenses \$ 9,099. including grants of \$ 9,099. ) (Revenue \$ )

EMPLOYEE ASSISTANCE PROGRAM: EMPLOYEES NEEDING ASSISTANCE MEET WITH THE DIRECTOR OF STAFF OPERATIONS TO DISCUSS WHETHER THEY MAY BE A CANDIDATE FOR RECEIVING GRANT FUNDS FROM THIS PROGRAM. RECIPIENTS ARE SELECTED ON A CASE BY CASE BASIS. CANDIDATES WHO ARE APPROVED FOR ASSISTANCE ENTER INTO A CONTRACTUAL RELATIONSHIP WITH THE ORGANIZATION. THE CONTRACT OUTLINES THE PURPOSE AND SCOPE OF THE GRANT AND WHETHER IT WILL BE REPAID.

4c (Code ) (Expenses \$ including grants of \$ ) (Revenue \$ )

4d Other program services (Describe in Schedule O.)

(Expenses \$ including grants of \$ ) (Revenue \$ )

4e Total program service expenses 2,247,411.

**Part IV Checklist of Required Schedules**

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 <b>Section 501(c)(3) organizations.</b> Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>	X	
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>	X	
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>	X	
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b <i>If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?</i>		

**Part IV Checklist of Required Schedules** (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a <b>Section 501(c)(3) and 501(c)(4) organizations.</b> Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 <b>Section 501(c)(3) organizations.</b> Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

**Note.** All Form 990 filers are required to complete Schedule O

**Part V Statements Regarding Other IRS Filings and Tax Compliance**

Check if Schedule O contains a response or note to any line in this Part V

		Yes	No
1a	Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable		
1b	Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable		
c	Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?		
2a	Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return		
b	If at least one is reported on line 2a, did the organization file all required federal employment tax returns? <b>Note.</b> If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions)		
3a	Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b	If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O		
4a	At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?		X
b	If "Yes," enter the name of the foreign country: <input type="text"/> See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts		
5a	Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?		X
b	Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?		X
c	If "Yes," to line 5a or 5b, did the organization file Form 8886-T?		
6a	Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?		X
b	If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
<b>7 Organizations that may receive deductible contributions under section 170(c).</b>			
a	Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?		X
b	If "Yes," did the organization notify the donor of the value of the goods or services provided?		
c	Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?		X
d	If "Yes," indicate the number of Forms 8282 filed during the year		
e	Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		X
f	Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		X
g	If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?		
h	If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?		
8	<b>Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations.</b> Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		
<b>9 Sponsoring organizations maintaining donor advised funds.</b>			
a	Did the organization make any taxable distributions under section 4966?		
b	Did the organization make a distribution to a donor, donor advisor, or related person?		
<b>10 Section 501(c)(7) organizations.</b> Enter:			
a	Initiation fees and capital contributions included on Part VIII, line 12		
b	Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities		
<b>11 Section 501(c)(12) organizations.</b> Enter:			
a	Gross income from members or shareholders		
b	Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them)		
12a	<b>Section 4947(a)(1) non-exempt charitable trusts.</b> Is the organization filing Form 990 in lieu of Form 1041?		
b	If "Yes," enter the amount of tax-exempt interest received or accrued during the year		
<b>13 Section 501(c)(29) qualified nonprofit health insurance issuers.</b>			
a	Is the organization licensed to issue qualified health plans in more than one state? <b>Note.</b> See the instructions for additional information the organization must report on Schedule O.		
b	Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans		
c	Enter the amount of reserves on hand		
14a	Did the organization receive any payments for indoor tanning services during the tax year?		X
b	If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O		

**Part VI Governance, Management, and Disclosure** For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

**Section A. Governing Body and Management**

		Yes	No
<b>1a</b>	Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.		
	103		
<b>b</b>	Enter the number of voting members included in line 1a, above, who are independent		
	101		
<b>2</b>	Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	X	
<b>3</b>	Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		X
<b>4</b>	Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?		X
<b>5</b>	Did the organization become aware during the year of a significant diversion of the organization's assets?		X
<b>6</b>	Did the organization have members or stockholders?		X
<b>7a</b>	Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		X
<b>b</b>	Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		X
<b>8</b>	Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
<b>a</b>	The governing body?	X	
<b>b</b>	Each committee with authority to act on behalf of the governing body?	X	
<b>9</b>	Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		X

**Section B. Policies** (This Section B requests information about policies not required by the Internal Revenue Code)

		Yes	No
<b>10a</b>	Did the organization have local chapters, branches, or affiliates?		X
<b>b</b>	If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
<b>11a</b>	Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?		X
<b>b</b>	Describe in Schedule O the process, if any, used by the organization to review this Form 990		
<b>12a</b>	Did the organization have a written conflict of interest policy? If "No," go to line 13	X	
<b>b</b>	Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	X	
<b>c</b>	Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	X	
<b>13</b>	Did the organization have a written whistleblower policy?	X	
<b>14</b>	Did the organization have a written document retention and destruction policy?	X	
<b>15</b>	Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
<b>a</b>	The organization's CEO, Executive Director, or top management official	X	
<b>b</b>	Other officers or key employees of the organization If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions).	X	
<b>16a</b>	Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		X
<b>b</b>	If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

**Section C. Disclosure**

- 17** List the states with which a copy of this Form 990 is required to be filed **CO**
- 18** Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.  
 Own website     Another's website     Upon request     Other (explain in Schedule O)
- 19** Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year
- 20** State the name, physical address, and telephone number of the person who possesses the books and records of the organization **BRIAN STAMER - 303-830-6615**  
**3914 KING STREET, DENVER, CO 80211**

**Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors**

Check if Schedule O contains a response or note to any line in this Part VII

**Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees**

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid
- List all of the organization's **current** key employees, if any See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations
- List all of the organization's **former** directors or trustees that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations

List persons in the following order individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees, and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) MICHAEL PAINTER PRESIDENT & CEO	40.00	X		X				0.	0.	0.
(2) J. KENT HUTCHESON, PHD. FOUNDER & PRES. EMERITUS	40.00	X		X				0.	0.	0.
(3) WALT RAKOWICH CHAIRMAN OF THE BOARD	1.00	X		X				0.	0.	0.
(4) STEPHEN BARNETT VICE CHAIR & SECRETARY	1.00	X		X				0.	0.	0.
(5) KEVIN ALLEN TREASURER	1.00	X		X				0.	0.	0.
(6) JOHN ANDREWS DIRECTOR	1.00	X						0.	0.	0.
(7) ROBERT BARBEE DIRECTOR	1.00	X						0.	0.	0.
(8) DAVE BEAVER DIRECTOR	1.00	X						0.	0.	0.
(9) STEPHEN BELL DIRECTOR	1.00	X						0.	0.	0.
(10) RANDALL BELLOWS DIRECTOR	1.00	X						0.	0.	0.
(11) JEFFREY BENNIS DIRECTOR	1.00	X						0.	0.	0.
(12) BRUCE BENSON DIRECTOR	1.00	X						0.	0.	0.
(13) JERRY BERGLUND DIRECTOR	1.00	X						0.	0.	0.
(14) MARTY BERGLUND DIRECTOR	1.00	X						0.	0.	0.
(15) HORST BERGMANN DIRECTOR	1.00	X						0.	0.	0.
(16) MAC BLOUNT DIRECTOR	1.00	X						0.	0.	0.
(17) DOUG BONNETTE DIRECTOR	1.00	X						0.	0.	0.

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) MARK BROWN DIRECTOR	1.00	X						0.	0.	0.
(19) ROD BUSCHER DIRECTOR	1.00	X						0.	0.	0.
(20) JAMES CLEARY, III DIRECTOR	1.00	X						0.	0.	0.
(21) WANDA COLBURN DIRECTOR	1.00	X						0.	0.	0.
(22) DR. MARILYN COORS DIRECTOR	1.00	X						0.	0.	0.
(23) ALEX CRANBERG DIRECTOR	1.00	X						0.	0.	0.
(24) KEVIN FALLON DIRECTOR	1.00	X						0.	0.	0.
(25) DAVE FISHER DIRECTOR	1.00	X						0.	0.	0.
(26) SAM FREEDMAN DIRECTOR	1.00	X						0.	0.	0.
<b>1b Sub-total</b>								0.	0.	0.
<b>c Total from continuation sheets to Part VII, Section A</b>								0.	0.	0.
<b>d Total (add lines 1b and 1c)</b>								0.	0.	0.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? If "Yes," complete Schedule J for such individual		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? If "Yes," complete Schedule J for such individual		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? If "Yes," complete Schedule J for such person		X

**Section B. Independent Contractors**

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

SEE PART VII, SECTION A CONTINUATION SHEETS

**Part VIII Statement of Revenue**

Check if Schedule O contains a response or note to any line in this Part VIII

			(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	732,597.			
	g	Noncash contributions included in lines 1a-1f \$		57,303.			
	h	<b>Total.</b> Add lines 1a-1f		732,597.			
Program Service Revenue			<b>Business Code</b>				
	2 a						
	b						
	c						
	d						
	e						
	f	All other program service revenue					
g	<b>Total.</b> Add lines 2a-2f						
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)		9,006.		9,006.	
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6 a	Gross rents	(i) Real	(ii) Personal			
		b	Less: rental expenses				
		c	Rental income or (loss)				
		d	Net rental income or (loss)				
	7 a	Gross amount from sales of assets other than inventory	(i) Securities	(ii) Other			
		b	Less: cost or other basis and sales expenses				
		c	Gain or (loss)				
		d	Net gain or (loss)				
	8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
		b	Less: direct expenses	b			
		c	Net income or (loss) from fundraising events				
	9 a	Gross income from gaming activities. See Part IV, line 19	a				
b		Less: direct expenses	b				
c		Net income or (loss) from gaming activities					
10 a	Gross sales of inventory, less returns and allowances	a					
	b	Less: cost of goods sold	b				
	c	Net income or (loss) from sales of inventory					
<b>Miscellaneous Revenue</b>		<b>Business Code</b>					
11 a	<b>OTHER REVENUE</b>	900009	938.	938.			
b							
c							
d	All other revenue						
e	<b>Total.</b> Add lines 11a-11d		938.				
12	<b>Total revenue.</b> See instructions.		742,541.	938.	0.	9,006.	

**Part IX Statement of Functional Expenses**

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21				
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	30,123.	30,123.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	137,346.	76,159.	2,147.	59,040.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	1,234,542.	1,050,569.	111,829.	72,144.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	65,458.	50,849.	4,277.	10,332.
9 Other employee benefits	299,503.	264,681.	23,755.	11,067.
10 Payroll taxes	97,993.	85,571.	7,638.	4,784.
11 Fees for services (non-employees):				
a Management	1,800.	900.	900.	
b Legal				
c Accounting	28,739.		28,739.	
d Lobbying				
e Professional fundraising services. See Part IV, line 17	35,020.			35,020.
f Investment management fees	1,856.		1,856.	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	27,587.	25,767.	1,119.	701.
12 Advertising and promotion	87,793.	31,424.	24,130.	32,239.
13 Office expenses	7,456.	6,511.	581.	364.
14 Information technology	66,637.	58,554.	4,970.	3,113.
15 Royalties				
16 Occupancy	30,391.	26,624.	2,316.	1,451.
17 Travel	134,928.	126,957.	2,657.	5,314.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	18,487.	16,787.	1,045.	655.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	55,739.	48,674.	4,344.	2,721.
23 Insurance	55,712.	48,788.	4,257.	2,667.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <b>LIFT ACTIVITIES</b>	203,240.	177,476.	15,841.	9,923.
b <b>ADVANCED LEADERSHIP</b>	67,542.	58,980.	5,264.	3,298.
c				
d				
e All other expenses	67,173.	62,017.	3,171.	1,985.
25 <b>Total functional expenses.</b> Add lines 1 through 24e	2,755,065.	2,247,411.	250,836.	256,818.
26 <b>Joint costs.</b> Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here  if following SOP 98-2 (ASC 958-720)

**Part X Balance Sheet**

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1	Cash - non-interest-bearing	4,582,960.	1	2,940,387.
	2	Savings and temporary cash investments	15,660.	2	34,707.
	3	Pledges and grants receivable, net	1,426,349.	3	1,160,568.
	4	Accounts receivable, net		4	55,282.
	5	Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5	
	6	Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6	
	7	Notes and loans receivable, net		7	
	8	Inventories for sale or use		8	
	9	Prepaid expenses and deferred charges	73,952.	9	27,216.
	10a	Land, buildings, and equipment: cost or other basis Complete Part VI of Schedule D	10a 2,211,177.		
	b	Less: accumulated depreciation	10b 1,183,428.	10c	1,027,749.
	11	Investments - publicly traded securities	807,550.	11	831,757.
	12	Investments - other securities See Part IV, line 11		12	
	13	Investments - program-related See Part IV, line 11		13	
	14	Intangible assets		14	
	15	Other assets. See Part IV, line 11	422,682.	15	359,422.
16	<b>Total assets.</b> Add lines 1 through 15 (must equal line 34)	8,364,080.	16	6,437,088.	
Liabilities	17	Accounts payable and accrued expenses	91,450.	17	190,072.
	18	Grants payable		18	
	19	Deferred revenue		19	
	20	Tax-exempt bond liabilities		20	
	21	Escrow or custodial account liability. Complete Part IV of Schedule D	95,000.	21	0.
	22	Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22	
	23	Secured mortgages and notes payable to unrelated third parties		23	
	24	Unsecured notes and loans payable to unrelated third parties		24	
	25	Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24) Complete Part X of Schedule D	327,682.	25	359,422.
	26	<b>Total liabilities.</b> Add lines 17 through 25	514,132.	26	549,494.
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27	Unrestricted net assets	4,564,992.	27	2,696,161.
	28	Temporarily restricted net assets	2,809,146.	28	2,715,623.
	29	Permanently restricted net assets	475,810.	29	475,810.
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30	Capital stock or trust principal, or current funds		30	
	31	Paid-in or capital surplus, or land, building, or equipment fund		31	
	32	Retained earnings, endowment, accumulated income, or other funds		32	
33	<b>Total net assets or fund balances</b>	7,849,948.	33	5,887,594.	
34	<b>Total liabilities and net assets/fund balances</b>	8,364,080.	34	6,437,088.	

**Part XI Reconciliation of Net Assets**

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	742,541.
2	Total expenses (must equal Part IX, column (A), line 25)	2	2,755,065.
3	Revenue less expenses Subtract line 2 from line 1	3	<2,012,524.>
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	7,849,948.
5	Net unrealized gains (losses) on investments	5	50,170.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	5,887,594.

**Part XII Financial Statements and Reporting**

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2a	X
b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	2b	X
c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	2c	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?	3a	X
b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits	3b	

Form 990 (2013)



**Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)**

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	5431436.	3447782.	4162732.	4817310.	732,597.	18591857.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 <b>Total.</b> Add lines 1 through 3	5431436.	3447782.	4162732.	4817310.	732,597.	18591857.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1413966.
6 <b>Public support.</b> Subtract line 5 from line 4						17177891.

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	5431436.	3447782.	4162732.	4817310.	732,597.	18591857.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	38,231.	34,965.	46,282.	42,201.	9,006.	170,685.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income Do not include gain or loss from the sale of capital assets (Explain in Part IV.)				7,868.	938.	8,806.
11 <b>Total support.</b> Add lines 7 through 10						18771348.
12 Gross receipts from related activities, etc (see instructions)					12	

13 **First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

**Section C. Computation of Public Support Percentage**

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	91.51 %
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	93.07 %

16a **33 1/3% support test - 2013.** If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

b **33 1/3% support test - 2012.** If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization

17a **10% -facts-and-circumstances test - 2013.** If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

b **10% -facts-and-circumstances test - 2012.** If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization

18 **Private foundation.** If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions

**Part III Support Schedule for Organizations Described in Section 509(a)(2)**

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

**Section A. Public Support**

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
<b>1</b> Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
<b>2</b> Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
<b>3</b> Gross receipts from activities that are not an unrelated trade or business under section 513						
<b>4</b> Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
<b>5</b> The value of services or facilities furnished by a governmental unit to the organization without charge						
<b>6 Total.</b> Add lines 1 through 5						
<b>7a</b> Amounts included on lines 1, 2, and 3 received from disqualified persons						
<b>b</b> Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
<b>c</b> Add lines 7a and 7b						
<b>8 Public support.</b> (Subtract line 7c from line 6)						

**Section B. Total Support**

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
<b>9</b> Amounts from line 6						
<b>10a</b> Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
<b>b</b> Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
<b>c</b> Add lines 10a and 10b						
<b>11</b> Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
<b>12</b> Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
<b>13 Total support.</b> (Add lines 9, 10c, 11, and 12)						

**14 First five years.** If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here

**Section C. Computation of Public Support Percentage**

<b>15</b> Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	<b>15</b>	%
<b>16</b> Public support percentage from 2012 Schedule A, Part III, line 15	<b>16</b>	%

**Section D. Computation of Investment Income Percentage**

<b>17</b> Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	<b>17</b>	%
<b>18</b> Investment income percentage from 2012 Schedule A, Part III, line 17	<b>18</b>	%

**19a 33 1/3% support tests - 2013.** If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**b 33 1/3% support tests - 2012.** If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization

**20 Private foundation.** If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

**Part IV** Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b, and Part III, line 12.

Also complete this part for any additional information. (See instructions).

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

INSURANCE REIMBURSEMENT

REFUND AND OTHER INCOME

SCHEDULE A, PART II

THE ORGANIZATION IS FILING A SHORT YEAR RETURN FOR THE PERIOD JANUARY 1, 2014 TO JUNE 30, 2014, EFFECTIVELY CHANGING THEIR ACCOUNTING PERIOD FROM A CALENDAR YEAR ENDING DECEMBER 31ST TO A FISCAL YEAR ENDING JUNE 30, 2014. IN ORDER TO PROPERLY REFLECT THE ORGANIZATION'S PUBLIC CHARITY STATUS AND PUBLIC SUPPORT FOR THE PURPOSES OF SCHEDULE A, PART II (SUPPORT SCHEDULE FOR ORGANIZATION'S DESCRIBED IN SECTION 170(B)(1)(A)(VI)) THE ORGANIZATION IS REPORTING THEIR ACTIVITY FOR CALENDAR YEARS ENDING DECEMBER 31, 2010 THROUGH DECEMBER 31, 2013 AND THE ACTIVITY FOR THE SHORT YEAR ENDING JUNE 30, 2014 FOR THE FIVE YEAR PUBLIC SUPPORT COMPUTATION ON SCHEDULE A.

**SCHEDULE D**  
(Form 990)

Department of the Treasury  
Internal Revenue Service

**Supplemental Financial Statements**

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.  
▶ Attach to Form 990.

▶ Information about Schedule D (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Open to Public Inspection

Name of the organization

**COLORADO UPLIFT, INC.**

Employer identification number

**84-0889330**

**Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts.** Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

**Part II Conservation Easements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

- Purpose(s) of conservation easements held by the organization (check all that apply)
 

<input type="checkbox"/> Preservation of land for public use (e.g., recreation or education)	<input type="checkbox"/> Preservation of an historically important land area
<input type="checkbox"/> Protection of natural habitat	<input type="checkbox"/> Preservation of a certified historic structure
<input type="checkbox"/> Preservation of open space	
- Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.
 

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d
- Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ \_\_\_\_\_
- Number of states where property subject to conservation easement is located ▶ \_\_\_\_\_
- Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?  Yes  No
- Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ \_\_\_\_\_
- Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ \_\_\_\_\_
- Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?  Yes  No
- In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

- If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.
- If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:
 

(i) Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
(ii) Assets included in Form 990, Part X	▶ \$ _____
- If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:
 

a Revenues included in Form 990, Part VIII, line 1	▶ \$ _____
b Assets included in Form 990, Part X	▶ \$ _____

**Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets** (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a  Public exhibition
  - b  Scholarly research
  - c  Preservation for future generations
  - d  Loan or exchange programs
  - e  Other \_\_\_\_\_

- 4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.
- 5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection?  Yes  No

**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

- 1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?  Yes  No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

- c Beginning balance
- d Additions during the year
- e Distributions during the year
- f Ending balance

	Amount
1c	
1d	
1e	
1f	

- 2a Did the organization include an amount on Form 990, Part X, line 21?  Yes  No
- b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	750,050.	659,078.	579,913.	583,106.	516,545.
b Contributions		236.	22,264.		236.
c Net investment earnings, gains, and losses	38,641.	90,736.	56,901.	<3,193.>	66,325.
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance	788,691.	750,050.	659,078.	579,913.	583,106.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment  %
- b Permanent endowment  60.33 %
- c Temporarily restricted endowment  39.67 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

- (i) unrelated organizations
- (ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

**Part VI Land, Buildings, and Equipment.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		278,077.		278,077.
b Buildings		406,039.	98,890.	307,149.
c Leasehold improvements		439,578.	170,201.	269,377.
d Equipment		1,087,483.	914,337.	173,146.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c))  1,027,749.

**Part VII Investments - Other Securities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

**Part VIII Investments - Program Related.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
<b>Total.</b> (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

**Part IX Other Assets.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15

(a) Description	(b) Book value
(1) <b>INVESTMENTS HELD FOR DEFERRED COMPENSATION</b>	<b>359,422.</b>
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶ <b>359,422.</b>	

**Part X Other Liabilities.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) <b>DEFERRED COMPENSATION LIABILITY</b>	<b>359,422.</b>
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
<b>Total.</b> (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶ <b>359,422.</b>	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

**Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total revenue. Add lines 3 and 4c. (This must equal Form 990, Part I, line 12.)		5

**Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.**

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements		1
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d		2e
3	Subtract line 2e from line 1		3
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b		4c
5	Total expenses. Add lines 3 and 4c. (This must equal Form 990, Part I, line 18.)		5

**Part XIII Supplemental Information.**

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b, Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

**PART IV, LINE 2B:**

THE ORGANIZATION RECEIVED FUNDS WHICH, IN ACCORDANCE WITH DONOR STIPULATIONS, ARE TO BE HELD UNTIL ELEVATE USA IS FORMED. ELEVATE USA IS AN ORGANIZATION DEDICATED TO EMPOWERING CITIES AND STAFF TO BUILD LONG-TERM, LIFE-CHANGING RELATIONSHIPS WITH URBAN YOUTH ACROSS THE NATION. ONCE THE ENTITY IS PROPERLY FORMED COLORADO UPLIFT WILL TRANSFER THE FUNDS TO ELEVATE USA IN ACCORDANCE WITH DISTRIBUTION REQUIREMENTS ESTABLISHED BY THE DONORS.

**PART V, LINE 4:**

PERMANENT ENDOWMENT FUND ASSETS ARE HELD IN PERPETUITY, THE INCOME FROM WHICH IS AVAILABLE TO BE APPROPRIATED FOR CURRENT OPERATIONS





**Part II Fundraising Events.** Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events
		(event type)	(event type)	(total number)	(add col. (a) through col (c))
Revenue	1	Gross receipts			
	2	Less Contributions			
	3	Gross income (line 1 minus line 2)			
Direct Expenses	4	Cash prizes			
	5	Noncash prizes			
	6	Rent/facility costs			
	7	Food and beverages			
	8	Entertainment			
	9	Other direct expenses			
	10	Direct expense summary. Add lines 4 through 9 in column (d)			
	11	Net income summary. Subtract line 10 from line 3, column (d)			

**Part III Gaming.** Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
		1	Gross revenue		
Direct Expenses	2	Cash prizes			
	3	Noncash prizes			
	4	Rent/facility costs			
	5	Other direct expenses			
	6	Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No
7	Direct expense summary. Add lines 2 through 5 in column (d)				
8	Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization operates gaming activities: \_\_\_\_\_

a Is the organization licensed to operate gaming activities in each of these states?  Yes  No

b If "No," explain: \_\_\_\_\_

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?  Yes  No

b If "Yes," explain \_\_\_\_\_

- 11 Does the organization operate gaming activities with nonmembers?  Yes  No
- 12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?  Yes  No
- 13 Indicate the percentage of gaming activity operated in:
 

a The organization's facility	13a	%
b An outside facility	13b	%
- 14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ► \_\_\_\_\_

Address ► \_\_\_\_\_

- 15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?  Yes  No
- b If "Yes," enter the amount of gaming revenue received by the organization ► \$ \_\_\_\_\_ and the amount of gaming revenue retained by the third party ► \$ \_\_\_\_\_
- c If "Yes," enter name and address of the third party:

Name ► \_\_\_\_\_

Address ► \_\_\_\_\_

**16 Gaming manager information:**

Name ► \_\_\_\_\_

Gaming manager compensation ► \$ \_\_\_\_\_

Description of services provided ► \_\_\_\_\_

- Director/officer       Employee       Independent contractor

**17 Mandatory distributions**

- a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?  Yes  No
- b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ► \$ \_\_\_\_\_

**Part IV Supplemental Information.** Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

**SCHEDULE G, PART I, LINE 2B, LIST OF TEN HIGHEST PAID FUNDRAISERS:**

(I) NAME OF FUNDRAISER: NORTON RAINEY, LLC

(I) ADDRESS OF FUNDRAISER: 3725 E. EASTER DRIVE, LITTLETON, CO 80122

(I) NAME OF FUNDRAISER: BONNIE HESTER

(I) ADDRESS OF FUNDRAISER: 8004 NORTH CHICAGO AVENUE, PORTLAND, OR 97203

**PART I, LINE 2B, COLUMN (V):**

**Part IV** Supplemental Information *(continued)*

THE ORGANIZATION PAYS NORTON RAINEY, LLC TO ASSIST WITH  
MARKETING AND IDENTIFYING INDIVIDUALS WHO MAY HAVE INTEREST IN UPLIFT'S  
PROGRAM ACTIVITIES, ESTABLISHING OUTREACH, AND MAKING INITIAL CONTACT  
WITH THOSE POTENTIAL CONTRIBUTORS.



**Part III** Grants and Other Assistance to Individuals in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 22.  
Part III can be duplicated if additional space is needed

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance
EMPLOYEE ASSISTANCE PROGRAM	5	9,099.	0.		
SCHOLARSHIP SUPPORT	8	21,024.	0.		

**Part IV** Supplemental Information. Provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

**PART I, LINE 2:**

EMPLOYEES NEEDING ASSISTANCE SCHEDULE A MEETING WITH THE DIRECTOR OF STAFF OPERATIONS (DSO) TO DISCUSS WHETHER THEY MAY BE A CANDIDATE FOR RECEIVING A GRANT FROM THE EMPLOYEE ASSISTANCE PROGRAM. THE DSO CONDUCTS AN INTERVIEW WITH ALL CANDIDATES AND SELECTS RECIPIENTS ON A CASE BY CASE BASIS. IF APPROVED FOR ASSISTANCE, THE CANDIDATE BECOMES PARTY TO A CONTRACT WHICH OUTLINES THE PURPOSE AND SCOPE OF THE GRANT AND WHETHER IT WILL BE REPAYED. THE CONTRACT IS SIGNED BY THE GRANT RECIPIENT AND THE DSO. EACH YEAR, AN AMOUNT OF ASSISTANCE TO BE PAID IS APPROVED BY

**Part IV** Supplemental Information

THE BUDGET COMMITTEE. A DESIGNATED MEMBER OF THE EXECUTIVE COMMITTEE  
REVIEWS THE TRANSACTIONS POSTED TO THE ASSISTANCE ACCOUNT ON A QUARTERLY  
BASIS TO ENSURE FUNDS ARE BEING SPENT AS INTENDED AND ARE WITHIN BUDGET.

SCHOLARSHIP RECIPIENTS COMPLETE AN APPLICATION, WHICH IS REVIEWED BY  
COLORADO UPLIFT'S SCHOLARSHIP COMMITTEE BASED ON NEED AND APPLICATION.  
FUNDS AWARDED ARE PAID DIRECTLY TO THE COLLEGE OR UNIVERSITY WITH A LETTER  
STATING HOW THE FUNDS ARE TO BE APPLIED TO THE RECIPIENTS' ACCOUNTS.

**SCHEDULE M  
(Form 990)**

**Noncash Contributions**

OMB No 1545-0047

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

Name of the organization

**COLORADO UPLIFT, INC.**

Employer identification number

**84-0889330**

**Part I Types of Property**

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods	X		650.	COST
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ ( <u>EVENT TICKETS</u> )	X	61	31,836.	COST
26 Other ▶ ( <u>TRAVEL GETAWA</u> )	X	2	24,397.	COST
27 Other ▶ ( <u>GIFT CARDS</u> )	X	2	420.	COST
28 Other ▶ ( )				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement 29 0

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period? b If "Yes," describe the arrangement in Part II.		X
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions? b If "Yes," describe in Part II.		X
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II		

**Part II**

**Supplemental Information.** Provide the information required by Part I, lines 30b, 32b, and 33, and whether the organization is reporting in Part I, column (b), the number of contributions, the number of items received, or a combination of both. Also complete this part for any additional information

SCHEDULE M, LINE 32B:

THE ORGANIZATION HAS NOT ADOPTED A FORMAL GIFT ACCEPTANCE

POLICY; HOWEVER, THE MANAGER OF FINANCE REVIEWS EACH POTENTIAL GIFT TO

DETERMINE WHETHER IT WILL FURTHER THE ORGANIZATION'S EXEMPT PURPOSE.

**SCHEDULE O**  
(Form 990 or 990-EZ)

Department of the Treasury  
Internal Revenue Service

**Supplemental Information to Form 990 or 990-EZ**

Complete to provide information for responses to specific questions on  
Form 990 or 990-EZ or to provide any additional information.  
▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No. 1545-0047

**2013**

Open to Public  
Inspection

Name of the organization

COLORADO UPLIFT, INC.

Employer identification number

84-0889330

FORM 990, PART VI, SECTION A, LINE 1:

THE ORGANIZATION IS MANAGED BY AN EXECUTIVE COMMITTEE  
COMPRISED OF NOT FEWER THAN THREE NOR MORE THAN 20 PERSONS INCLUDING THE  
FOUNDER, THE CHAIRPERSON OF THE BOARD OF DIRECTORS, THE PRESIDENT, AND  
ADDITIONAL MEMBERS THAT ARE NOMINATED BY THE NOMINATING COMMITTEE OF THE  
BOARD OF DIRECTORS. MEMBERSHIP TO THE EXECUTIVE COMMITTEE IS FOR A TERM OF  
ONE YEAR. DURING THE SHORT PERIOD ENDED JUNE 30, 2014, ALL MEMBERS OF THE  
EXECUTIVE COMMITTEE WERE ALSO MEMBERS OF THE BOARD OF DIRECTORS. THE  
EXECUTIVE COMMITTEE MANAGES THE ORGANIZATION BY OVERSEEING AND SUPERVISING  
THE OPERATION OF THE ORGANIZATION'S BUSINESS AND MAKING DECISIONS ON BEHALF  
OF THE ORGANIZATION.

FORM 990, PART VI, SECTION A, LINE 2:

BOARD MEMBERS MARTY AND JERRY BERGLUND HAVE A FAMILY  
RELATIONSHIP.

BOARD MEMBERS DAVE AND MARGIE HUNGER HAVE A FAMILY RELATIONSHIP.

BOARD MEMBERS MIKE AND CARLEEN HASELDEN HAVE A FAMILY RELATIONSHIP.

BOARD MEMBERS CHARLIE GALLAGHER AND MIKE KENNEDY HAVE BOTH A FAMILY AND  
BUSINESS RELATIONSHIP.

THE ABOVE RELATIONSHIPS DO NOT IMPAIR THE INDEPENDENCE OF ANY MEMBER, SINCE  
NEITHER THE MEMBER NOR RELATED PARTY WAS INVOLVED IN ANY TRANSACTION  
REPORTABLE ON SCHEDULE L.

FORM 990, PART VI, SECTION B, LINE 11:

AN UNREDACTED COPY OF THE 990 IS PROVIDED TO THE

Name of the organization

COLORADO UPLIFT, INC.

Employer identification number

84-0889330

ORGANIZATION'S EXECUTIVE COMMITTEE BEFORE FILING. THE EXECUTIVE COMMITTEE WILL CONDUCT A REVIEW OF THE 990 BEFORE THE NEXT MEETING OF THE FULL BOARD OF DIRECTORS.

FORM 990, PART VI, SECTION B, LINE 12C:

THE ORGANIZATION'S CONFLICT OF INTEREST POLICY COVERS ALL BOARD MEMBERS, OFFICERS, EMPLOYEES AND OTHERS WHO CAN INFLUENCE THE ACTIONS OF COLORADO UPLIFT OR HAVE PROPRIETARY INFORMATION CONCERNING COLORADO UPLIFT. THE EXISTENCE OF ANY POTENTIAL CONFLICTS OF INTEREST SHALL BE DISCLOSED TO THE BOARD ON A TIMELY BASIS AND ALWAYS BEFORE ANY TRANSACTION IS CONSUMMATED. STAFF DISCLOSURES SHOULD BE MADE TO THE MANAGER OF FINANCE, WHO SHALL DETERMINE WHETHER A CONFLICT OF INTEREST EXISTS AND IS MATERIAL, AND IF THE MATTER IS MATERIAL, BRINGS IT TO THE ATTENTION OF THE DESIGNATED COMMITTEE.

DISCLOSURE INVOLVING BOARD MEMBERS OR DIRECTORS SHOULD BE MADE TO THE EXECUTIVE COMMITTEE. THE BOARD SHALL DETERMINE WHETHER A CONFLICT EXISTS AND IS MATERIAL, AND IN THE PRESENCE OF AN EXISTING MATERIAL CONFLICT, WHETHER THE CONTEMPLATED TRANSACTION MAY BE AUTHORIZED AS JUST, FAIR AND REASONABLE TO COLORADO UPLIFT. DECISIONS ON THESE MATTERS WILL REST IN THE SOLE DISCRETION OF THE BOARD.

FORM 990, PART VI, SECTION B, LINE 15:

A COMPENSATION COMMITTEE MEETS TWICE ANNUALLY TO DETERMINE POLICY FOR COMPENSATION OF COLORADO UPLIFT'S OFFICERS AND KEY EMPLOYEES. THE COMMITTEE USES THE COLORADO NONPROFIT ASSOCIATION'S SALARY AND BENEFITS SURVEY. IN ORDER TO ATTRACT AND RETAIN WELL-QUALIFIED MANAGERS, THE COMMITTEE SEEKS TO SET COMPENSATION IN THE UPPER 25% OF THE RANGES STATED

Name of the organization

COLORADO UPLIFT, INC.

Employer identification number

84-0889330

IN THE SURVEY. MINUTES ARE KEPT FROM EACH COMPENSATION COMMITTEE MEETING. COMPENSATION REVIEWS WERE LAST CONDUCTED IN MAY OF 2014. THE COMMITTEE WILL MEET AGAIN IN MARCH OF 2015.

FORM 990, PART VI, SECTION C, LINE 19:

THE ORGANIZATION MAKES ITS GOVERNING DOCUMENTS, CONFLICT OF INTEREST POLICY, AND FINANCIAL STATEMENTS AVAILABLE TO THE PUBLIC BY SCHEDULING A MEETING WITH THE MANAGER OF FINANCE.

FORM 990, PART IV, LINE 12A AND FORM 990, PART XII, LINES 2B AND 2C:

THE ORGANIZATION OBTAINED AN AUDIT OF THEIR FINANCIALS FOR THE FULL TWELVE MONTH PERIOD FROM JULY 1, 2013 THROUGH JUNE 30, 2014. THE ORGANIZATION'S SHORT PERIOD RETURN FILED TO CHANGE THEIR ACCOUNTING PERIOD FROM A CALENDAR YEAR ENDING DECEMBER 31ST TO A FISCAL YEAR ENDING JUNE 30, 2014 IS REPORTING THE ACTIVITY FROM JANUARY 1, 2014 THROUGH JUNE 30, 2014. THEREFORE, THE ORGANIZATION HAS MARKED "NO" TO FORM 990, PART IV, LINE 12A AND "NO" TO FORM 990, PART XII, LINES 2B AND 2C SINCE THE AUDIT REFLECTS A FULL TWELVE MONTHS' WORTH OF ACTIVITY THAT IS NOT REFLECTED ON THE SHORT YEAR FORM 990.

FORM 990, PART VII, LINE 1A:

THE ORGANIZATION IS FILING A SHORT YEAR RETURN FROM JANUARY 1, 2014 THROUGH JUNE 30, 2014 TO EFFECTIVELY CHANGE THEIR ACCOUNTING PERIOD FROM A CALENDAR YEAR ENDING DECEMBER 31ST TO A FISCAL YEAR ENDING JUNE 30, 2014. NO CALENDAR YEAR COMPENSATION IS BEING REPORTED ON FORM 990, PART VII, LINE 1A SINCE NO CALENDAR YEAR COMPENSATION FALLS WITHIN THE SHORT YEAR REPORTING PERIOD.

# Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ **Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://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](http://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
<b>Type or print</b>	Name of exempt organization or other filer, see instructions. <b>COLORADO UPLIFT, INC.</b>	Employer identification number (EIN) or <b>84-0889330</b>
File by the due date for filing your return See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. <b>3914 KING STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>DENVER, CO 80211</b>	

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

01

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

**BRIAN STAMER**

- The books are in the care of ▶ **3914 KING STREET - DENVER, CO 80211**  
Telephone No. ▶ **303-830-6615** Fax No. ▶ \_\_\_\_\_

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:  
▶  calendar year \_\_\_\_\_ or  
▶  tax year beginning **JAN 1, 2014**, and ending **JUN 30, 2014**

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.	<b>3a</b>	\$	0.
3b 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.	<b>3b</b>	\$	0.
3c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	<b>3c</b>	\$	0.

**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

- 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 an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only Part I (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions. <b>COLORADO UPLIFT, INC.</b>	Employer identification number (EIN) or <b>84-0889330</b>
File by the due date for filing your return See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. <b>3914 KING STREET</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>DENVER, CO 80211</b>	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 1

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

**BRIAN STAMER**

- The books are in the care of  **3914 KING STREET - DENVER, CO 80211**  
Telephone No.  **303-830-6615** Fax No.
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until **MAY 15, 2015**.
- 5 For calendar year , or other tax year beginning **JAN 1, 2014**, and ending **JUN 30, 2014**.
- 6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period
- 7 State in detail why you need the extension  
**ADDITIONAL TIME IS REQUIRED TO PRODUCE A COMPLETE AND ACCURATE RETURN**

8a 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.	8a	\$	0.
8b 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 and any amount paid previously with Form 8868.	8b	\$	0.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature  Title  **CPA** Date  **2/11/15**

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(27) CHARLES GALLAGHER DIRECTOR	1.00	X					0.	0.	0.	
(28) THOMAS GAMEL DIRECTOR	1.00	X					0.	0.	0.	
(29) JOHN GART DIRECTOR	1.00	X					0.	0.	0.	
(30) WILLIAM GRAEBEL DIRECTOR	1.00	X					0.	0.	0.	
(31) NEAL GROFF DIRECTOR	1.00	X					0.	0.	0.	
(32) J. MARK GROSVENOR DIRECTOR	1.00	X					0.	0.	0.	
(33) LAUREL HAMMER DIRECTOR	1.00	X					0.	0.	0.	
(34) MIKE HASELDEN DIRECTOR	1.00	X					0.	0.	0.	
(35) CLIFFORD HICKEY DIRECTOR	1.00	X					0.	0.	0.	
(36) DAVE HUNTER DIRECTOR	1.00	X					0.	0.	0.	
(37) MARGIE HUNTER DIRECTOR	1.00	X					0.	0.	0.	
(38) STEPHEN JAMES DIRECTOR	1.00	X					0.	0.	0.	
(39) BRUCE JOHNSON DIRECTOR	1.00	X					0.	0.	0.	
(40) DONALD KANY DIRECTOR	1.00	X					0.	0.	0.	
(41) MICHAEL KENNEDY DIRECTOR	1.00	X					0.	0.	0.	
(42) KURT KITTLESON DIRECTOR	1.00	X					0.	0.	0.	
(43) ERICK KOEPLIN DIRECTOR	1.00	X					0.	0.	0.	
(44) WILLIAM LAZZERI DIRECTOR	1.00	X					0.	0.	0.	
(45) MICHAEL LEEDE DIRECTOR	1.00	X					0.	0.	0.	
(46) RICHARD LEWIS DIRECTOR	1.00	X					0.	0.	0.	
<b>Total to Part VII, Section A, line 1c</b>										

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(47) JIM LIGHTNER DIRECTOR	1.00	X					0.	0.	0.	
(48) SCOTT LOWERY DIRECTOR	1.00	X					0.	0.	0.	
(49) EDWARD MCLAUGHLIN DIRECTOR	1.00	X					0.	0.	0.	
(50) TED MILLICE DIRECTOR	1.00	X					0.	0.	0.	
(51) PETER MINDOCK DIRECTOR	1.00	X					0.	0.	0.	
(52) SCOTT MITCHELL DIRECTOR	1.00	X					0.	0.	0.	
(53) CHAZ MUELLER DIRECTOR	1.00	X					0.	0.	0.	
(54) SEAN MYERS DIRECTOR	1.00	X					0.	0.	0.	
(55) MICHAEL NELLIGAN DIRECTOR	1.00	X					0.	0.	0.	
(56) VICKI O'CONNOR DIRECTOR	1.00	X					0.	0.	0.	
(57) JOHN O'DORISIO, ESQ. DIRECTOR	1.00	X					0.	0.	0.	
(58) WILLIAM PAULS DIRECTOR	1.00	X					0.	0.	0.	
(59) RICHARD PLUMRIDGE DIRECTOR	1.00	X					0.	0.	0.	
(60) BENJAMIN RAINEY DIRECTOR	1.00	X					0.	0.	0.	
(61) RICHARD SAUNDERS DIRECTOR	1.00	X					0.	0.	0.	
(62) CHRIS REBICH DIRECTOR	1.00	X					0.	0.	0.	
(63) CRAIG REID DIRECTOR	1.00	X					0.	0.	0.	
(64) DONALD RINGSBY DIRECTOR	1.00	X					0.	0.	0.	
(65) ELLEN ROBINSON DIRECTOR	1.00	X					0.	0.	0.	
(66) RICHARD ROBINSON DIRECTOR	1.00	X					0.	0.	0.	
<b>Total to Part VII, Section A, line 1c</b>										

**Part VII** Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (check all that apply)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(67) DARREL SCHMIDT DIRECTOR	1.00	X					0.	0.	0.	
(68) JEFFREY SCHMITZ DIRECTOR	1.00	X					0.	0.	0.	
(69) GEORGE SHAW DIRECTOR	1.00	X					0.	0.	0.	
(70) DEB SMITH DIRECTOR	1.00	X					0.	0.	0.	
(71) MARK SMITH DIRECTOR	1.00	X					0.	0.	0.	
(72) ROD THACKER DIRECTOR	1.00	X					0.	0.	0.	
(73) ANTOINE TOFFA DIRECTOR	1.00	X					0.	0.	0.	
(74) MICHAEL TURNER DIRECTOR	1.00	X					0.	0.	0.	
(75) MARK VAN TINE DIRECTOR	1.00	X					0.	0.	0.	
(76) JOSEPH WAGNER DIRECTOR	1.00	X					0.	0.	0.	
(77) JAMES WALLACE DIRECTOR	1.00	X					0.	0.	0.	
(78) RICK WATSON DIRECTOR	1.00	X					0.	0.	0.	
(79) BOB BOSWELL DIRECTOR	1.00	X					0.	0.	0.	
(80) PAUL DORR DIRECTOR	1.00	X					0.	0.	0.	
(81) SHAWN MCLAUGHLIN DIRECTOR	1.00	X					0.	0.	0.	
(82) BILL SULLIVAN DIRECTOR	1.00	X					0.	0.	0.	
(83) MIKE WARD DIRECTOR	1.00	X					0.	0.	0.	
(84) NANCY WOLLEN DIRECTOR	1.00	X					0.	0.	0.	
(85) MARY ANSTINE DIRECTOR	1.00	X					0.	0.	0.	
(86) JOE BAGAN DIRECTOR	1.00	X					0.	0.	0.	
Total to Part VII, Section A, line 1c										

