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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 08-01-2013 , and ending 07-31-2014

Name of foundation ANIMAL ASSISTANCE FOUNDATION		A Employer identification number 84-0715412	
Number and street (or P O box number if mail is not delivered to street address) 405 Urban Street No 340		B Telephone number (see instructions) (303) 744-8396	
City or town, state or province, country, and ZIP or foreign postal code Lakewood, CO 80228		C If exemption application is pending, check here ▶ ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶ \$ 29,275,088	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	54,873			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26	26		
	4 Dividends and interest from securities.	373,066	373,066		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	379,310			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . .		379,310		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	89,836	89,836		
	12 Total. Add lines 1 through 11	897,111	842,238		
	13 Compensation of officers, directors, trustees, etc	115,815	17,372		98,443
	14 Other employee salaries and wages	105,307	10,793		94,514
	15 Pension plans, employee benefits	30,272	3,222		27,050
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	19,538	4,250		15,288
	c Other professional fees (attach schedule)	112,908	95,947		16,961
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	11,448	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	35,681	0		35,681
	21 Travel, conferences, and meetings	37,683	0		37,683
	22 Printing and publications				
	23 Other expenses (attach schedule)	26,948	1,393		25,555
	24 Total operating and administrative expenses. Add lines 13 through 23	495,600	132,977		351,175
	25 Contributions, gifts, grants paid	1,039,840			1,039,840
	26 Total expenses and disbursements. Add lines 24 and 25	1,535,440	132,977		1,391,015
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-638,329			
	b Net investment income (if negative, enter -0-)		709,261		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	25,494	19,865	19,865
	2	Savings and temporary cash investments	87,012	22,408	22,408
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,314		
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	12,371,096	☒ 11,772,745	17,583,479
	c	Investments—corporate bonds (attach schedule).	3,601,859	☒ 3,679,159	3,731,676
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	5,813,777	☒ 5,771,439	7,915,559
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	☒ 2,101	☒ 2,101	☒ 2,101	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,902,653	21,267,717	29,275,088	
Liabilities	17	Accounts payable and accrued expenses		3,393	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	3,393	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	21,902,653	21,264,324	
	30	Total net assets or fund balances (see page 17 of the instructions)	21,902,653	21,264,324	
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	21,902,653	21,267,717		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	21,902,653
2	Enter amount from Part I, line 27a	2	-638,329
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	21,264,324
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	21,264,324

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Publicly traded securities			
b	Grosvenor Institutional Partners, L P	P		
c	GAM US Institutional Trading II LP	P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			423,924
b			-39,929
c			-4,685
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			423,924
b			-39,929
c			-4,685
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	379,310
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,189,466	25,935,291	0 045863
2011	1,077,964	24,163,638	0 044611
2010	1,104,583	24,893,504	0 044372
2009	1,165,394	23,415,341	0 049771
2008	1,089,945	22,840,195	0 047720

2	Total of line 1, column (d).	2	0 232337
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 046467
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	28,458,781
5	Multiply line 4 by line 3.	5	1,322,394
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,093
7	Add lines 5 and 6.	7	1,329,487
8	Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions	8	1,391,015

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)		
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	7,093
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3 Add lines 1 and 2.	3	7,093
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	7,093
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,776
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	7,776
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	683
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 683 Refunded	11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
c Did the foundation file Form 1120-POL for this year?.	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) CO			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>www.aaf-fd.org</u>	13	Yes			
14	The books are in care of ▶ <u>Roger Haston</u> Telephone no ▶ <u>(303) 744-8396</u> Located at ▶ <u>405 Urban Street No 340 Lakewood CO</u> ZIP +4 ▶ <u>80228</u>					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ <table><tr><td>15</td><td></td></tr></table>	15				
15						
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country ▶	16	Yes No	No No		

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

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

5b

Organizations relying on a current notice regarding disaster assistance check here.

☐

c

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

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Katherine L Parker 405 Urban St Ste 340 Lakewood, CO 80228	Program Director 40 00	61,770	5,927	0

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

0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	28,688,556
b	Average of monthly cash balances.	1b	203,607
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	28,892,163
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	28,892,163
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	433,382
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	28,458,781
6	Minimum investment return. Enter 5% of line 5.	6	1,422,939

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,422,939
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,093
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,093
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,415,846
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,415,846
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,415,846

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,391,015
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,391,015
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	7,093
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,383,922
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,415,846
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			1,252,059	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,391,015				
a Applied to 2012, but not more than line 2a			1,252,059	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				138,956
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,276,890
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

infoaaf-fdorg
405 Urban Street Ste 340
Lakewood, CO 80228
(303) 744-8396

b

The form in which applications should be submitted and information and materials they should include

Before submitting a formal application for a grant, the applicant organization must register with AAF, and fill out the online Letter of Inquiry form. If the LOI is accepted, the organization will be notified to complete an on-line application.

c

Any submission deadlines

AAF's grant application deadlines are generally the last Friday in September and April

d

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

Applicants must be a nonprofit organization or government entity located in Colorado or that has a direct impact on animals and their owners in Colorado. Requests must be for funding which is compatible with the Foundation's focus areas: Companion Animal Population Control, Operational Optimization, Permanent Homes, Cruelty Prevention and Intervention, and Innovation.

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,039,840
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Form **990-PF** (2013)

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Craig Mills	Member 4 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Dan Figliola	President 4 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Diane Balkin	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Mark Lacy	President 4 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Tory G Bond	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Rosa De la Cruz	Vice President 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Martha Smith	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
W Bruce Joss	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Dean Vicksman	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Ern Epperly	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Ted Cohn	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Todd Towel	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Auberey Lavizzp	Member 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Roger Haston	Executive Director 40 00	115,815	6,768	0
405 Urban St Ste 340 Lakewood, CO 80228				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HUMANE SOCIETY OF THE PIKES PEAK REGION 610 ABBOT LANE COLORADO SPRINGS,CO 80905		PC	2014 SCAC Transfer Program	100,000
GUNNISON VALLEY ANIMAL WELFARE LEAGUE PO BOX 1834 304 WTOMICHI GUNNISON,CO 81230		PC	Capital	50,000
COLORADO FEDERATION OF ANIMAL WELFARE AGENCIES PO BOX 22603 DENVER,CO 802220603		PC	Education	50,000
SECOND CHANCE ANIMAL RESCUE FNDTN PO BOX 44 4852 COUNTY RD HH LAMAR,CO 81052		PC	Spay /Neuter and Extending Optimization	50,000
DREAM CATCHER THERAPY CENTER INC 5814 HWY 348 OLATHE,CO 81425		PC	Purchase satellite property - down payment assistance	40,000
NOAH'S ARK ANIMAL WELFARE ASSOCIATION PO BOX 478 224 NORTH CHESTNUT STREET TRINIDAD,CO 81082		PC	Las Animas County High-Impact Spay/Neuter Program	30,750
COLORADO FEDERATION OF ANIMAL WELFARE AGENCIES PO BOX 22603 DENVER,CO 802220603		PC	Annual Conference Education Programming	30,000
HUMANE SOCIETY OF THE PIKES PEAK REGION 610 ABBOT LANE COLORADO SPRINGS,CO 80905		PC	SCAC Microchip Program	25,000
HUMANE SOCIETY OF THE PIKES PEAK REGION 610 ABBOT LANE COLORADO SPRINGS,CO 80905		PC	Transfer Program - Supplement	25,000
MESA COUNTY ANIMAL SERVICES 971 COFFMAN ROAD WHITEWATER,CO 81527		PC	Mesa County Animal Welfare Partnership-Transfer Support	25,000
MESA COUNTY ANIMAL SERVICES 971 COFFMAN ROAD WHITEWATER,CO 81527		PC	Mesa County Animal Welfare Forum Spay/Neuter Grant II	22,500
HUMANE SOCIETY OF THE PIKES PEAK REGION 610 ABBOT LANE COLORADO SPRINGS,CO 80905		PC	2014 PAS Phase III (81003) Targeted Spay and Neuter	20,800
RIFLE ANIMAL SHELTER 0569 COUNTY ROAD 265 RIFLE,CO 81650		PC	No Littering ¹¹	20,000
HUMANE SOCIETY OF WELD COUNTY 1620 42ND STREET EVANS,CO 80620		PC	Every Cat Counts	15,500
TELLURIDE ANIMAL FOUNDATION 335 W COLORADO AVE TELLURDIE,CO 81435		PC	Spay/Neuter Clinics	15,000
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CITY OF AURORA DBA AURORA ANIMAL SHELTER 15750 E 32ND AVENUE AURORA,CO 80011		PC	Population Control-- Spay/Neuter for Shelter Animals	15,000
SPAYTODAY NEUTERNOW 1864 S WADSWORTH BOULEVARD UNIT 2 LAKEWOOD,CO 80232		PC	Discount Programs	15,000
PET PROJECT 489 S FERNCLIFF DRIVE PUEBLO WEST,CO 81007		PC	Pet Project	15,000
COLORADO VETERINARY MEDICAL ASSOCIATION 191 YUMA STREET DENVER,CO 80223		PC	Dog Protection Statue Officer Training	15,000
FELINE RESCUE NETWORK DBA LOOKWHATTHECATBROUGHTINNORG 424 W FILLMORE COLORADO SPRINGS,CO 80907		PC	Funds for dental and medical care other than spay/neuter	15,000
ARKANSAS VALLEY SPAY NEUTER ALLIANCE 27526 COUNTY RD 18 3/4 ROCKY FORD,CO 81067		PC	Spay/Neuter Vouchers	15,000
RIFLE ANIMAL SHELTER 0569 COUNTY ROAD 265 RIFLE,CO 81650		PC	Spay and Neuter Makes them Cuter!	15,000
LARIMER HUMANE SOCIETY 5137 S COLLEGE AVE FORT COLLINS,CO 80525		PC	Stabilization of Shelter Population Through In-transfer of Adoptable Animals	15,000
DIVINE FELINE 2600 W 2ND AVE 10 DENVER,CO 80219		PC	Spay/Neuter Services for Feral and Stray Cats	15,000
PET PROJECT 489 S FERNCLIFF DRIVE PUEBLO WEST,CO 81007		PC	Spay, Spay, Spay!	14,350
DOGSTER'S SPAY & NEUTER PROGRAM D-SNIP 10 TOWN PLAZA 115 DURANGO,CO 81301		PC	D-SNIP Mobile	10,500
LONGMONT HUMANE SOCIETY 9595 NELSON ROAD LONGMONT,CO 80501		PC	Longmont Humane Society - Flood Evacuee Support	10,000
LA JUNTA ANIMAL SHELTER 1619 SANTA FE 30227 6TH AVE LA JUNTA,CO 81050		PC	La Junta Animal Shelter Assistance	10,000
PETS FOREVER 1601 CAMPUS DELIVERY COLORADO STATE UNIVERSITY FORT COLLINS,CO 80523		PC	Pets Forever - Veterinary Care Liaisons	10,000
LEAGUE FOR ANIMALS & PEOPLE OF THE SUMMIT PO BOX 2512 FRISCO,CO 80443		PC	Spay/Neuter & Medical/Surgical Aid	10,000
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NORTHERN COLORADO FRIENDS OF FERALS 718 MATHEWS ST FORT COLLINS,CO 80524		PC	Van request	10,000
HAMLETT SPAY AND NEUTER CLINIC 3660 CITADEL DRIVE N COLORADO SPRINGS,CO 80909		PC	Low Income Spay and Neuter	10,000
COLORADO HORSE RESCUE 10386 NORTH 65TH STREET LONGMONT,CO 80502		PC	Horse Care Fund and Community Education	10,000
COLORADO HUMANE SOCIETY & SPCA 2080 S QUEBEC ST DENVER,CO 80231		PC	Prevention of Animal Cruelty	10,000
CATS LEAGUE AND ASSISTANCE OF THE WESTERN SLOPE - CLAWS 2214 SANFORD DRIVE A5 GRAND JUNCTION,CO 81505		PC	Shelter Spay and Neuter	10,000
SPAYTODAY NEUTERNOW 1864 S WADSWORTH BOULEVARD UNIT 2 LAKEWOOD,CO 80232		PC	Offsite Programs-Burlington	10,000
COLORADO ANIMAL RESCUE 2801 COUNTY ROAD 114 GLENWOOD SPRINGS,CO 81601		PC	Collaborative Transfer Network Program	10,000
THE GABRIEL FOUNDATION 1025 ACOMA ST DENVER,CO 80204		PC	The Companion Bird Connection & Resource Center for Animal Shelters	10,000
HORSE PROTECTION LEAGUE 17999 W 60TH AVENUE ARVADA,CO 80403		PC	Recovery from 2013 Flood at The Horse Protection League, Arvada, Colorado	9,700
DREAM CATCHERS EQUINE RESCUE 19065 WIGWAM RD PUEBLO,CO 81008		PC	Water Pump Restoration	9,000
FORT COLLINS CAT RESCUE & SPAYNEUTER CLINIC 2321 E MULBERRY ST 1 FORT COLLINS,CO 80524		PC	Prevent A Litter Plus (PAL+) & Shelter Cat Spay/Neuter	8,000
ELDER PET CARE PO BOX 48 FORT COLLINS,CO 80522		PC	Elder Pet Care Annual Care Program	8,000
FORT COLLINS CAT RESCUE & SPAYNEUTER CLINIC 2321 E MULBERRY ST 1 FORT COLLINS,CO 80524		PC	Care for Cats Affected by Colorado Flooding	7,500
COLORADO VETERINARY MEDICAL ASSOCIATION 191 YUMA STREET DENVER,CO 80223		PC	Juvenile S/N Education Program	7,200
CITY OF MONTROSE ANIMAL SERVICES 3383 NORTH TOWNSEND AVENUE MONTROSE,CO 81401		PC	Shelter Pet Microchipping	6,200
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TOWN OF RANGELY ANIMAL SHELTER 209 E MAIN ST RANGELY,CO 81648		PC	Paws Loose and Baby Free That's The Life For Me!	6,000
EAGLE COUNTY ANIMAL SERVICES 1400 FAIRGROUNDS ROAD PO BOX 57 EAGLE,CO 81631		PC	Coyote Rollers	6,000
COLORADO'S HELPING HANDS FOUNDATION PO BOX 101870 DENVER,CO 802501870		PC	Preventing Economic Euthanasia of Companion Animals	6,000
METRO DENVER SHELTER ALLIANCE 191 YUMA STREET DENVER,CO 80223		PC	80205 TNR	5,000
PETAID COLORAOD 191 YUMA STREET DENVER,CO 80223		PC	Sponsorship	5,000
SPIRIT WIND HORSE RESCUE P O BOX 27 HOTCHKISS,CO 81419		PC	Flat Bed Trailer	5,500
DENKAI ANIMAL SANCTUARY 36710 WCR 126 GROVER,CO 80729		PC	Emergency Hay Funding	5,000
COLORADO HORSE RESCUE 10386 NORTH 65TH STREET LONGMONT,CO 80502		PC	Support for Horses Following the Boulder County Floods	5,000
COLORADO BEAGLE RESCUE 4755 W 102ND PLACE WESTMINSTER,CO 80031		PC	Colorado Beagle Rescue	5,000
ALL BREED RESCUE & TRAINING 20 MOUNT VIEW LANE STE C COLORADO SPRINGS,CO 80907		PC	Train a Dog! Save a Life!	5,000
GUNNISON VALLEY ANIMAL WELFARE LEAGUE PO BOX 1834 GUNNISON,CO 81230		PC	Rescue/Care/Adoption Program	5,000
GRAND VALLEY PETS ALIVE 539 SOUTH BROADWAY GRAND JUNCTION,CO 81507		PC	Assistance and awareness for a spay, neuter and vaccination program in Grand Junction	5,000
COLORADO PEKE AND POM RESCUE PO BOX 242 MORRISON,CO 80465		PC	RESCUE AND CARE OF NEGLECTED AND HOMELESS ANIMALS	5,000
MONTROSE ANIMAL PROTECTION AGENCY PO BOX 2009 MONTROSE,CO 81402		PC	Companion animal spay/neuter	5,000
FELINE FRIENDS OF THE PIKE'S PEAK REGION PO BOX 5696 WOODLAND PARK,CO 80866		PC	Low Cost Spay/Neuter Program for dogs and cats	5,000
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SUMMIT COUNTY ANIMAL CONTROL AND SHELTER PO BOX 5225 FRISCO,CO 80443		PC	Medical/Microchip Assistance	5,000
FOR PETS' SAKE HUMANE SOCIETY PO BOX 1705 CORTEZ,CO 81321		PC	Medical Assistance Fund	5,000
SAFE HARBOR LAB RESCUE 601 16TH STREET C-322 GOLDEN,CO 80401		PC	Training/Behavior Support for Rescued Labrador Retrievers	5,000
ROCKY MOUNTAIN COCKER RESCUE 6680 S ABILENE WAY CENTENNIAL,CO 80111		PC	Senior Dog Programs at RMCR	5,000
GOLDEN RETRIEVER RESCUE OF THE ROCKIES 15350 W 72ND AVENUE ARVADA,CO 80007		PC	Golden Angel Fund	5,000
NATIONAL MILL DOG RESCUE P O BOX 88468 COLORADO SPRINGS,CO 80908		PC	Cruelty prevention and intervention	5,000
HUMANE SOCIETY OF THE SOUTH PLATTE VALLEY INC 2129 W CHENANGO AVENUE LITTLETON,CO 80120		PC	Medical Funding	5,000
GUNNISON VALLEY ANIMAL WELFARE LEAGUE PO BOX 1834 GUNNISON,CO 81230		PC	Rescue Care Adoption	5,000
CAT CARE SOCIETY 5787 W SIXTH AVENUE LAKEWOOD,CO 80214		PC	Cat Care Clinic	5,000
HUMANE SOCIETY OF MOFFAT COUNTY PO BOX 1587 CRAIG,CO 81626		PC	Animal Transport Program	4,500
RUBY RANCH HORSE RESCUE 36785 RAMAH RD E RAMAH,CO 80832		PC	Training the Unwanted Horse	4,000
HUMANE SOCIETY OF PAGOSA SPRINGS PO BOX 2230 PAGOSA SPRINGS,CO 81147		PC	Adoption Retention Program	4,000
FELINE FRIENDS OF THE PIKE'S PEAK REGION PO BOX 5696 WOODLAND PARK,CO 80866		PC	Low Cost Spay/Neuter Program for dogs and cats	3,500
HARLEY'S HOPE FOUNDATION PO BOX 88146 COLORADO SPRINGS,CO 80908		PC	Adoption Program	3,500
LONGMONT FRIENDS OF FERAL AND ABANDONED CATS PO BOX 2205 LONGMONT,CO 80502		PC	TNR and provide appropriate medical care for 85 Longmont community cats	3,500
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LOS HUERFANOS ANIMAL WELFARE ASSOCIATION PO BOX 409 WALSENBURG,CO 81089		PC	Low Cost Spay/Neuter Program	3,500
ALLY'S HAVEN 755 N CO RD 29 LOVELAND,CO 80537		PC	Flood Relief	3,000
SUMMIT COUNTY ANIMAL CONTROL AND SHELTER PO BOX 5225 FRISCO,CO 80443		PC	Medical/microchip assistance	3,000
VALLEY HUMANE LEAGUE 23242 STATE HIGHWAY 371 LA JARA,CO 81140		PC	Strays No More	3,000
EAGLE VALLEY HUMANE SOCIETY PO BOX 4105 EAGLE,CO 81631		PC	Family Pet Assistance Program	3,000
LONGHOPES DONKEY SHELTER 66 NORTH DUTCH VALLEY ROAD BENNETT,CO 80102		PC	Training Grant	2,500
AMERICAN HUMANE ASSOCIATION 1400 16TH STREET NW SUITE 360 WASHINGTON,DC 20036		PC	Trends in Colorado Intake and Outcome Data A 5-Year Follow-Up Study	2,500
THE SENIOR HUB 2360 WEST 90TH AVENUE FEDERAL HEIGHTS,CO 80260		PC	Urgent Veterinary Care	2,500
ARCHWAY FOAL RESCUE AND TRAINING PO BOX 161 LAPORTE,CO 80535		PC	Operating	2,000
SOUTH PARK GOOD SAMARITAN FUND FOR ANIMALS PO BOX 1956 FAIRPLAY,CO 80440		PC	Veterinary Assistance Program	2,000
COLORADO ASSOCIATION OF ANIMAL CONTROL OFFICERS PO BOX 740455 ARVADA,CO 80006		PC	Dog Protection Task Force Training Video Support	1,800
LARIMER HUMANE SOCIETY 5137 S COLLEGE AVE FORT COLLINS,CO 80525		PC	Northern Colorado Regional Animal Welfare Coalition	1,000
ANIMAL HAUS PO BOX 140593 DENVER,CO 80214		PC	Animal Haus Pet Food Pantry	1,000
AMERICAN BOARD OF VETERINARY PRACTITIONERS 618 CHURCH ST STE 220 NASHVILLE,TN 37219		PC	Education	1,500
CAACO 1805 33rd St BOULDER,CO 80301		PC	Sponsorship	500
Total  3a				1,039,840

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HSPPR PUEBLO SERVICES 4600 EAGLERIDGE PL PUEBLO, CO 81008		PC	Sponsorship	2,500
INTERNATIONAL HEARING DOG 5901 E 89TH AVE HENDERSON, CO 80640		PC	Emergency grant	2,500
ROICE-HURST HUMANE SOCIETY PO BOX 4040 GRAND JUNCTION, CO 81502		PC	Sponsorship	500
ARKANSAS VALLEY ANIMAL HOSPITAL 3 ROGERS RD LA JUNTA, CO 81050		PC	Operating	40
Total			3a	1,039,840

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2013
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Name of the organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
--	---

Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

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

Name of organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
---	---

Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Dorothy L Broncucia Living Trust 4620 E 72nd Ave Commerce City, CO 80022	\$ 54,873	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
 		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
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Part II	Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	\$ _____	_____

Name of organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
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Part III	Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry For organizations completing Part III, enter the total of <i>exclusively</i> religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Lisa M Ernst, Inc	488	0		488
Kundinger, Corder & Engle, P C	17,000	4,250		12,750
Retirement Plan administrator	2,050	0		2,050

**TY 2013 Investments Corporate
Bonds Schedule****Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO Total Return Fund	2,651,027	2,702,061
PIMCO Short Term Fund	1,028,132	1,029,615

**TY 2013 Investments Corporate
Stock Schedule****Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Vanguard Institutional Index Fund	5,584,937	8,789,752
Vanguard Small Cap Fund	1,585,512	2,035,025
William Blair Emerging Markets	506,379	703,724
Lazard International Strategy	2,026,805	3,117,333
T Rowe Price Overseas Fund	2,069,112	2,937,645

TY 2013 Investments - Other Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Grosvenor Institutional Partnership	AT COST	1,596,793	3,158,340
Clarion Lion Properties Fund	AT COST	2,215,676	2,763,026
Babson Capital Floating Rate Income Offshore Fund	AT COST	1,000,000	1,040,559
RidgeWorth Bank Credit	AT COST	958,970	953,634

TY 2013 Other Assets Schedule

Name: ANIMAL ASSISTANCE FOUNDATION

EIN: 84-0715412

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Lease deposit	2,101	2,101	2,101

TY 2013 Other Expenses Schedule

Name: ANIMAL ASSISTANCE FOUNDATION

EIN: 84-0715412

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage and supplies	11,045	0		11,045
Dues, memberships, miscellaneous	15,903	1,393		14,510

TY 2013 Other Income Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
GAM US Institutional Trading II LP	978	978	978
Clarion Lion Properties Fund	60,274	60,274	60,274
Grosvenor Institutional Equity Fund II	28,584	28,584	28,584

TY 2013 Other Professional Fees Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US Bank	7,355	7,355		0
Watershed Consulting	42,484	42,484		0
Clarion	46,108	46,108		0
Susan Shaw	15,718	0		15,718
Elevation Digital Media	1,243	0		1,243

TY 2013 Taxes Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
2013 excise tax paid in 2014	3,672	0		0
2014 estimated excise taxes	7,776	0		0