Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning SEP 1, 2014 , and ending JUN 30, 2015

Name of foundation: LEO HILL CHARITABLE TRUST

A Employer identification number: 47-6383457

Number and street (or P O box number if mail is not delivered to street address): 400 S STEELE ST — Room/suite: 45

B Telephone number: 303-877-5148

City or town, state or province, country, and ZIP or foreign postal code: DENVER, CO 80209

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☒ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☒ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 6,366,311.

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))

		(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	6,066,350.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	13,935.			STATEMENT 1
	4 Dividends and interest from securities	67,300.	67,300.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	117,177.			
	b Gross sales price for all assets on line 6a 1,336,158.				
	7 Capital gain net income (from Part IV, line 2)		117,177.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	140,933.	140,933.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	6,405,695.	325,410.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,500.	16,250.		16,250.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees				
	c Other professional fees STMT 4	53,429.	44,177.		9,252.
	17 Interest				
	18 Taxes				
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	85,929.	60,427.		25,502.
	25 Contributions, gifts, grants paid	122,750.			122,750.
	26 **Total expenses and disbursements.** Add lines 24 and 25	208,679.	60,427.		148,252.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	6,197,016.			
	b **Net investment income** (if negative, enter -0-)		264,983.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments		20,832.	20,832.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 5	0.	6,176,184.	6,345,479.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	0.	6,197,016.	6,366,311.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	6,197,016.	
	30 **Total net assets or fund balances**	0.	6,197,016.	
	31 **Total liabilities and net assets/fund balances**	0.	6,197,016.	

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	0.
2	Enter amount from Part I, line 27a	2	6,197,016.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,197,016.
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	6,197,016.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,336,158.		1,388,245.	117,177.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				117,177.

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 } 2 117,177.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c).
If (loss), enter -0- in Part I, line 8 3 N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013			
2012			
2011			
2010			
2009			

2 **Total** of line 1, column (d)	2	
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b	1	5,300.
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	5,300.
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	5,300.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	0.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	99.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	5,399.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A | Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 6	10	X	

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Part VII-A Statements Regarding Activities *(continued)*

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ J WAYNE HUTCHENS Telephone no. ▶ 303-877.5148
Located at ▶ 400 S STEELE ST #45, DENVER, CO ZIP+4 ▶ 80209

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ [X]
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 13,935.

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

			Line	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 [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	[ ] Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	[ ] Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	[ ] Yes [X] No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	[ ] Yes [X] 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 [X] No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ [ ]			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	[ ] Yes [X] No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	[ ] Yes [X] No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (**1**) any purchase by the foundation or disqualified persons after May 26, 1969; (**2**) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (**3**) the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (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)? N/A | 5b |
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J WAYNE HUTCHENS 400 S STEELE ST #45 DENVER, CO 80209	TRUSTEE 8.00	25,000.	0.	0.
RICK LAWRENCE 4840 PEARL EAST CIR # 300E BOULDER, CO 80301	TRUSTEE 4.00	7,500.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,289,125.
b	Average of monthly cash balances	1b	77,162.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,366,287.
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	6,366,287.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	95,494.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,270,793.
6	**Minimum investment return** Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	260,282.

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	260,282.
2a	Tax on investment income for 2014 from Part VI, line 5 2a 5,300.		
b	Income tax for 2014. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	5,300.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	254,982.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	254,982.
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	254,982.

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	148,252.
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	148,252.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	148,252.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				254,982.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 148,252.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				148,252.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (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 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				106,730.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
BCH FOUNDATION BOX 9019 BOULDER, CO 80301	NONE	PC	GENERAL FUND	35,500.
THE COLORADO COLLEGE 14 E CACHE LA POUDRE COLORADO SPRINGS, CO 80903	NONE	PC	GENERAL FUND	50,000.
BOULDER ROTARY FOUNDATION 5390 MANHATTAN CIR BOULDER, CO 80303	NONE	PC	GENERAL FUND	20,000.
FOOTHILLS UNITED WAY 1285 CI,ARRON DR # 101 LAFAYETTE, CO 80026	NONE	PC	GENERAL FUND	10,000.
FRASIER MEADOWS 350 PONCA PL BOULDER, CO 80303	NONE	EOF	GENERAL FUND	1,250.
Total SEE CONTINUATION SHEET(S)			▶ 3a	122,750.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	13,935.	
4 Dividends and interest from securities			14	67,300.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	140,933.	
8 Gain or (loss) from sales of assets other than inventory			18	117,177.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		339,345.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 339,345.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Signature of officer or trustee: [signature] Date: 7/8/15 Title: Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID M. TEMPLE	[signature]	7-9-15		P00247304

Firm's name ▶ BROCK AND COMPANY, CPAS, P.C. Firm's EIN ▶ 84-0930288

Firm's address ▶ 1930 17TH STREET, SUITE 200 BOULDER, CO 80302 Phone no. 303-444-2971

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

Schedule of Contributors

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

OMB No 1545-0047

2014

Name of the organization: LEO HILL CHARITABLE TRUST

Employer identification number: 47-6383457

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☐ 501(c)(3) exempt private foundation
	☒ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private 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, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling $5,000 or more during the year ▶ $ ______

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

Name of organization	Employer identification number
LEO HILL CHARITABLE TRUST	47-6383457

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WALTER LEO HILL LIVING TRUST 400 S STEELE ST #45 DENVER, CO 80209	$ 160,572.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
2	WALTER LEO HILL LIVING TRUST 400 S STEELE ST #45 DENVER, CO 80209	$ 5,905,778.	Person [ ] Payroll [ ] Noncash [X] (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	Employer identification number
LEO HILL CHARITABLE TRUST	47-6383457

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
2	SECURITIES	$ 5,905,778.	09/01/14
		$	
		$	
		$	
		$	
		$	

Name of organization	Employer identification number
LEO HILL CHARITABLE TRUST	47-6383457

Part III *Exclusively* religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc , contributions of $1,000 or less for the year (Enter this info once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(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

(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

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB MUNI INTEREST	13,935.	0.	
TOTAL TO PART I, LINE 3	13,935.	0.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SCHWAB	99,818.	32,518.	67,300.	67,300.	
TO PART I, LINE 4	99,818.	32,518.	67,300.	67,300.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PARTNERSHIP INCOME	140,933.	140,933.	
TOTAL TO FORM 990-PF, PART I, LINE 11	140,933.	140,933.	

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL AND ACCOUNTING	11,850.	11,850.		0.
INVESTMENT ADVISORS	26,544.	26,544.		0.
ADVISORY COUNCIL	3,468.	0.		3,468.
ESTATE TRUSTEE	11,567.	5,783.		5,784.
TO FORM 990-PF, PG 1, LN 16C	53,429.	44,177.		9,252.

FORM 990-PF OTHER INVESTMENTS STATEMENT 5

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
VARIOUS SECURITIES	COST	6,176,184.	6,345,479.
TOTAL TO FORM 990-PF, PART II, LINE 13		6,176,184.	6,345,479.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 6
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
WALTER LEO HILL LIVING TRUST	400 S STEELE ST #45 DENVER, CO 80209

July 6, 2015

Prepared by Sargent Bickham Lagudis

Realized Gains and Losses

From 10/01/2014 to 06/30/2015

Walter Leo Hill - Consolidated GROUP Acct # Group - Hill

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Cost	Net Proceeds	Short Term Gains	Long Term Gains	Total Gains
4583-5710	JP Morgan Strat	05/04/2014	10/27/2014	9.33	111 34	110.03	-1.31		-1 31
4583-5710	JP Morgan Strat	05/04/2014	10/27/2014	12 11	144 53	142 83	-1 7		-1.7
4583-5710	JP Morgan Strat	05/04/2014	10/27/2014	2,851 33	33,959 37	33,621 53	-337.84		-337.84
4583-5710	JP Morgan Strat	05/09/2014	10/27/2014	2 74	32 57	32.26	-0 31		-0.31
4583-5710	JP Morgan Strat	05/30/2014	10/27/2014	21 32	253.75	251.44	-2 31		-2 31
4583-5710	JP Morgan Strat	06/30/2014	10/27/2014	28 97	344.78	341.63	-3.15		-3.15
4583-5710	JP Morgan Strat	07/31/2014	10/27/2014	0 03	0 38	0 38	0		0
4583-5710	JP Morgan Strat	07/31/2014	10/27/2014	19 89	235.9	234 53	-1 37		-1 37
4583-5710	JP Morgan Strat	08/29/2014	10/27/2014	0 04	0 41	0.41	0		0
				2,945 77	35,083.03	34,735 04	-347 99		-347 99
4583-5710	Polo Ralph Laur	09/25/2014	10/28/2014	85.00	14,024.69	13,666 41	-358.28		-358.28
4583-5710	Polo Ralph Laur	09/25/2014	11/03/2014	86.00	14.189.68	14,234 06	44 38		44 38
4583-5710	Constellation No	05/04/2014	11/26/2014	40,000 00	42,418.82	40,165.2	-2,253 62		-2,253.62
4583-5710	MainStay Marke	05/04/2014	12/10/2014	3,289 47	58,782 9	53,286 84	-5,496 06		-5,496 06
4583-5710	MainStay Marke	09/25/2014	12/10/2014	1,333.55	22,657 07	21,602 48	-1,054 59		-1,054.59
				4,623.03	81,439.97	74,889 32	-6,550 65		-6,550 65
4583-5710	Netflix	09/19/2014	12/10/2014	39.00	17,879.12	13,132 97	-4,746 15		-4,746 15
4583-5710	Twitter	09/19/2014	12/10/2014	321.00	16,521 27	11,713.87	-4,807 4		-4,807 4
4583-5710	Oberweis Interna	09/25/2014	12/31/2014	5,500 25	105,384 87	102,084 71	-3,300.16		-3,300 16
4583-5710	Colorado Spring	05/04/2014	01/14/2015	50,000 00	50,752 61	50,255	-497 61		-497 61
4583-5710	ACE Limited	09/25/2014	01/20/2015	20 00	2,110 04	2,195.22	85 18		85 18
4583-5710	Berkshire Hatha	05/04/2014	01/20/2015	20 00	2,554 1	2,964 44	410 34		410 34
4583-5710	Harbor Internati	09/25/2014	01/20/2015	3,028.02	210,381 82	195,646.44	-14,735.38		-14,735 38
4583-5710	Harbor Internati	12/18/2014	01/20/2015	65.27	4,295 19	4,217 02	-78 17		-78 17
				3,093 29	214,677 01	199,863 46	-14,813 55		-14,813.55
4583-5710	Chicago Bridge	09/25/2014	01/23/2015	702 00	41,130	27,216 89	-13,913 11		-13,913.11
4583-5710	Flowserve	09/25/2014	01/23/2015	548 00	38,965 17	30,447 45	-8,517.72		-8,517 72
4583-5710	Aston/River Roa	05/04/2014	01/26/2015	4,220.86	48,793 15	48,102.47	-690 68		-690 68
4583-5710	Aston/River Roa	09/25/2014	01/26/2015	2,481 54	29,108 61	28,280 5	-828 11		-828 11
4583-5710	Aston/River Roa	12/30/2014	01/26/2015	11.11	127.35	126 65	-0 7		-0 7
4583-5710	Aston/River Roa	12/30/2014	01/26/2015	163.12	1,869 3	1,858 92	-10 38		-10 38
				6,876.63	79,898 41	78,368 54	-1,529 87		-1,529.87
4583-5710	Pioneer Global	05/04/2014	01/26/2015	12 63	126 04	113 12	-12 92		-12 92

Realized Gains and Losses

From 10/01/2014 to 06/30/2015

Walter Leo Hill - Consolidated GROUP Acct # Group - Hill

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Cost	Net Proceeds	Short Term Gains	Long Term Gains	Total Gains
4583-5710	Pioneer Global	05/04/2014	01/26/2015	23.44	233 91	209 93	-23 98		-23 98
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24.00	239 48	214 93	-24 55		-24 55
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24.16	241.07	216.36	-24 71		-24 71
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24.64	245 95	220.73	-25 22		-25 22
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24.89	248 4	222 93	-25.47		-25 47
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24.93	248.83	223 32	-25.51		-25.51
4583-5710	Pioneer Global	05/04/2014	01/26/2015	24 98	249 31	223 75	-25.56		-25.56
4583-5710	Pioneer Global	05/04/2014	01/26/2015	25.45	253 97	227 93	-26.04		-26.04
4583-5710	Pioneer Global	05/04/2014	01/26/2015	25.61	255.55	229 35	-26.2		-26.2
4583-5710	Pioneer Global	05/04/2014	01/26/2015	25 68	256 3	230.02	-26.28		-26.28
4583-5710	Pioneer Global	05/04/2014	01/26/2015	36 24	361 72	324.64	-37.08		-37.08
4583-5710	Pioneer Global	05/04/2014	01/26/2015	36.92	368 45	330 68	-37.77		-37 77
4583-5710	Pioneer Global	05/04/2014	01/26/2015	139 50	1,392.18	1,249 47	-142.71		-142.71
4583-5710	Pioneer Global	05/04/2014	01/26/2015	520 57	5,195.25	4,662 68	-532.57		-532 57
4583-5710	Pioneer Global	05/04/2014	01/26/2015	3,538 93	35,318 5	31,698 04	-3,620.46		-3,620 46
4583-5710	Pioneer Global	05/30/2014	01/26/2015	24.56	246 6	220.01	-26 59		-26.59
4583-5710	Pioneer Global	06/30/2014	01/26/2015	24.15	243.71	216 35	-27 36		-27.36
4583-5710	Pioneer Global	07/31/2014	01/26/2015	0.87	8.69	7.83	-0 86		-0 86
4583-5710	Pioneer Global	07/31/2014	01/26/2015	1 28	12 73	11.48	-1.25		-1.25
4583-5710	Pioneer Global	07/31/2014	01/26/2015	20 81	206.8	186.35	-20 45		-20 45
4583-5710	Pioneer Global	08/29/2014	01/26/2015	0 12	1 2	1 08	-0 12		-0 12
4583-5710	Pioneer Global	08/29/2014	01/26/2015	23.75	235 81	212 7	-23 11		-23.11
4583-5710	Pioneer Global	09/25/2014	01/26/2015	3,437 21	33,537 81	30,786.94	-2,750.87		-2,750 87
4583-5710	Pioneer Global	09/30/2014	01/26/2015	2 29	22.17	20.49	-1.68		-1 68
4583-5710	Pioneer Global	09/30/2014	01/26/2015	9.99	96 81	89.49	-7 32		-7.32
4583-5710	Pioneer Global	10/31/2014	01/26/2015	16 59	159 6	148.6	-11		-11
4583-5710	Pioneer Global	10/31/2014	01/26/2015	26.56	255.53	237.92	-17 61		-17.61
4583-5710	Pioneer Global	11/28/2014	01/26/2015	0.01	0 09	0.09	0		0
4583-5710	Pioneer Global	11/28/2014	01/26/2015	44 39	418 18	397.62	-20 56		-20 56
4583-5710	Pioneer Global	12/31/2014	01/26/2015	45 63	413.88	408 72	-5 16		-5.16
				8,210.78	81,094 52	73,543.55	-7,550 97		-7,550.97
4583-5710	Columbia Global	09/25/2014	01/30/2015	2,312.82	42,881 5	42,439 41	-442.09		-442 09
4583-5710	Columbia Global	12/03/2014	01/30/2015	12.94	245 39	237.5	-7 89		-7 89
4583-5710	Columbia Global	12/03/2014	01/30/2015	35 85	679 71	657 84	-21 87		-21.87
4583-5710	Columbia Global	12/03/2014	01/30/2015	57 26	1,085 61	1,050.67	-34 94		-34.94
				2,418 87	44,892 21	44,385 42	-506 79		-506.79
4583-5710	Continental Reso	05/04/2014	01/30/2015	100.00	6,735 99	4,251 18	-2,484.81		-2,484.81
4583-5710	Continental Reso	05/04/2014	01/30/2015	2 00	134 72	85 02	-49 7		-49.7
4583-5710	Continental Reso	05/04/2014	01/30/2015	14.00	943 04	595 18	-347 86		-347 86
				16 00	1,077 76	680.2	-397 56		-397.56
4583-5710	Continental Reso	05/04/2014	01/30/2015	156 00	10,508 15	6,635.56	-3,872 59		-3,872 59
4583-5710	Continental Reso	05/04/2014	01/30/2015	244 00	16,435 82	10,378.72	-6,057.1		-6,057 1
				400 00	26,943 97	17,014.28	-9,929 69		-9,929 69
4583-5710	Devon Energy	09/25/2014	01/30/2015	375 00	25,924.83	21,944 56	-3,980.27		-3,980.27

Realized Gains and Losses

From 10/01/2014 to 06/30/2015

Walter Leo Hill - Consolidated GROUP Acct # Group - Hill

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Cost	Net Proceeds	Short Term Gains	Long Term Gains	Total Gains
4583-5710	Oneok	09/25/2014	01/30/2015	294 00	19,359 15	12,563.39	-6,795 76		-6,795.76
4583-5710	Cummins	09/25/2014	02/25/2015	248 00	33,061.4	35,273 19	2,211 79		2,211 79
4583-5710	Qualcomm	09/25/2014	02/25/2015	29.00	2,175 97	2,075.27	-100 7		-100.7
4583-5710	Qualcomm	09/25/2014	02/25/2015	100.00	7,502 85	7,156.12	-346 73		-346.73
4583-5710	Qualcomm	09/25/2014	02/25/2015	100.00	7,502 84	7,156 12	-346 72		-346 72
4583-5710	Qualcomm	09/25/2014	02/25/2015	137 00	10,279 58	9,803 9	-475.68		-475.68
				366 00	27,461 24	26,191.41	-1,269 83		-1,269 83
4583-5710	MYLAN INC X	09/25/2014	03/02/2015	604 00	27,759 13	34,852	7,092 87		7,092 87
4583-5710	Whiting Petroleu	05/04/2014	03/11/2015	50,000 00	52,818.99	51,105.5	-1,713.49		-1,713.49
4583-5710	American Expres	09/25/2014	03/25/2015	376 00	32,814 57	30,203.59	-2,610 98		-2,610 98
4583-5710	iShares Core Tot	08/18/2014	04/01/2015	115 00	12,612.55	12,815.73	203.18		203 18
4583-5710	Invesco Balance	09/25/2014	04/14/2015	271.76	3,368 15	3,304 03	-64.12		-64.12
4583-5710	Templeton Glob	05/04/2014	04/14/2015	9 73	127 03	121.38	-5 65		-5 65
4583-5710	Templeton Glob	05/04/2014	04/14/2015	12.73	166 31	158.9	-7.41		-7.41
4583-5710	Templeton Glob	05/04/2014	04/14/2015	12.87	168.04	160 56	-7.48		-7.48
4583-5710	Templeton Glob	05/04/2014	04/14/2015	2,100 06	27,426 76	26,205 13	-1,221 63		-1,221 63
				2,135.39	27,888 14	26,645.97	-1,242.17		-1,242 17
4583-5710	Invesco Balance	09/25/2014	04/15/2015	814 33	10,092 78	9,975	-117 78		-117.78
4583-5710	Verizon Commu	05/04/2014	04/17/2015	315.00	14,858.55	15,376.56	518 01		518 01
4583-5710	Verizon Commu	01/30/2015	04/17/2015	217 00	10,069 94	10,592 74	522 8		522 8
				532.00	24,928 49	25,969.3	1,040 81		1,040 81
4583-5710	SPDR S&P 500	09/25/2014	05/05/2015	78 00	15,348 42	16,469 85	1,121 43		1,121.43
4583-5710	SPDR S&P 500	09/25/2014	05/05/2015	100 00	19,677.46	21,115 19	1,437.73		1,437 73
4583-5710	SPDR S&P 500	09/25/2014	05/05/2015	100.00	19,677 46	21,115 19	1,437.73		1,437 73
4583-5710	SPDR S&P 500	09/25/2014	05/05/2015	77.00	15,151.65	16,258 7	1,107 05		1,107 05
4583-5710	Costco	05/04/2014	05/26/2015	8.00	920.38	1,144 39		224 01	224 01
4583-5710	Costco	05/04/2014	05/26/2015	61 00	7,017 9	8,725.97		1,708.07	1,708 07
				69.00	7,938 28	9,870 36		1,932.08	1,932 08
4583-5710	Express Scripts	09/25/2014	05/26/2015	221.00	15,876 57	19,703 01	3,826 44		3,826 44
4583-5710	Mylan	03/02/2015	05/26/2015	143 00	8,251.38	10,069 8	1,818 42		1,818 42
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	116.00	4,265.9	3,777 05		-488 85	-488 85
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	200.00	7,355	6,512 15		-842 85	-842 85

Realized Gains and Losses

From 10/01/2014 to 06/30/2015

Walter Leo Hill - Consolidated GROUP Acct # Group - Hill

Realized Gains and Losses

Account Number	Description	Date Acquired	Date Sold	Quantity	Cost	Net Proceeds	Short Term Gains	Long Term Gains	Total Gains
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	200.00	7,355	6,512 15		-842 85	-842 85
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	368.00	13,533.2	11,982.35		-1,550.85	-1,550.85
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	432 00	15,886.8	14,066 23		-1,820 57	-1,820 57
4583-5710	Enterprise Produ	05/04/2014	05/29/2015	600 00	22,065	19,536 43		-2,528.57	-2,528.57
				1,916.00	70,460 9	62,386 36		-8,074.54	-8,074.54
	Short Term Gain				1,309,845.6	1,231,382.62	-78,462.98		
	Long Term Gain				78,399.18	72,256 72		-6,142.46	
	Total (Sales)				1,388,244.78	1,303,639.34	-78,462.98	-6,142.46	-84,605.44

Capital Gain Distributions

Account Number	Description	Pay Date	Short Term Gains	Long Term Gains	Total Gains
4583-5710	Pioneer Strategic	11/25/2014		1,057 15	1,057.15
4583-5710	Pioneer Strategic	11/25/2014	20.97		20.97
			20 97	1,057.15	1,078.12
4583-5710	Columbia Global	12/03/2014	1,085 61		1,085.61
4583-5710	Columbia Global	12/03/2014		679.71	679 71
			1,085.61	679 71	1,765.32
4583-5710	iShares Core Tot	12/05/2014	189 99		189.99
4583-5710	PIMCO Income	12/10/2014		122 43	122 43
4583-5710	PIMCO Income	12/10/2014	18 36		18.36
			18 36	122 43	140 79
4583-5710	Columbia Contra	12/12/2014		6,033 38	6,033.38
4583-5710	Columbia Contra	12/12/2014	780 1		780.1
			780.1	6,033.38	6,813 48
4583-5710	Invesco Balance	12/12/2014	2,125 53		2,125.53
4583-5710	Invesco Balance	12/12/2014		2,051 91	2,051 91
			2,125 53	2,051 91	4,177.44
4583-5710	Metropolitan We	12/12/2014	373 03		373 03
4583-5710	Metropolitan We	12/12/2014		176 01	176.01
			373 03	176.01	549 04
4583-5710	Templeton Glob	12/15/2014	169.21		169 21
4583-5710	Primecap Odysse	12/16/2014		9,960 8	9,960.8

Symbol	Name	Sold/ Closed	Acquired/ Openi	Quantity Sold	Total Proceeds	Cost Basis	Short Term Real	Long Term Rea	Total Realized Gain/Loss
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	100	$4,214.17	$4,727.48		($513.31)	($513.31)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	100	$4,214.17	$4,727.47		($513.30)	($513 30)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	200	$8,428.34	$9,454.95		($1,026 61)	($1,026 61)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	100	$4,200.57	$4,727.48		($526.91)	($526.91)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	215	$9,031.24	$10,164.07		($1,132.83)	($1,132 83)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	100	$4,202.17	$4,727.47		($525 30)	($525.30)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	100	$4,219.17	$4,727.48		($508 31)	($508.31)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	101	$4,256.32	$4,774.75		($518 43)	($518 43)
ARLP	ALLIANCE RES	9/25/2014	5/4/2014	200	$8,407.94	$9,454.95		($1,047 01)	($1,047 01)
BMY	BRISTOL-MYEF	9/25/2014	5/4/2014	100	$5,162.52	$4,959.13		$203.39	$203.39
BMY	BRISTOL-MYEF	9/25/2014	5/4/2014	100	$5,162.32	$4,959.13		$203.19	$203 19
BMY	BRISTOL-MYEF	9/25/2014	5/4/2014	500	$25,811.57	$24,795.65		$1,015.92	$1,015.92
BMY	BRISTOL-MYEF	9/25/2014	5/4/2014	531	$27,411.87	$26,332.98		$1,078.89	$1,078.89
BMY	BRISTOL-MYEF	9/25/2014	5/4/2014	100	$5,162.32	$4,959.13		$203 19	$203.19
BRKB	BERKSHIRE HA	9/25/2014	5/4/2014	563	$77,392.49	$71,897.91		$5,494.58	$5,494.58
BRKB	BERKSHIRE HA	9/25/2014	5/4/2014	100	$13,746.45	$12,770.51		$975.94	$975.94
BSJF	GUGGENHEIM	9/25/2014	5/4/2014	900	$23,781.97	$24,248.25		($466.28)	($466 28)
BSJF	GUGGENHEIM	9/25/2014	5/4/2014	900	$23,781.97	$24,248.25		($466 28)	($466 28)
BSJF	GUGGENHEIM	9/25/2014	5/4/2014	188	$4,967.04	$5,065.19		($98 15)	($98 15)
BSJH	GUGGENHEIM	9/25/2014	8/12/2014	420	$11,230.97	$11,319.00	($88.03)		($88 03)
CLR	CONTINENTAL	9/25/2014	5/4/2014	256	$17,287.57	$17,244.13		$43.44	$43.44
CLX	CLOROX COMI	9/25/2014	5/4/2014	100	$9,503.99	$8,862.50		$641.49	$641.49
CLX	CLOROX COMI	9/25/2014	5/4/2014	100	$9,504.09	$8,862.50		$641.59	$641 59
CLX	CLOROX COMI	9/25/2014	5/4/2014	600	$57,024.59	$53,175.00		$3,849.59	$3,849.59
CLX	CLOROX COMI	9/25/2014	5/4/2014	100	$9,504 89	$8,862.50		$642.39	$642.39
CLX	CLOROX COMI	9/25/2014	5/4/2014	100	$9,504.19	$8,862.50		$641.69	$641.69
COST	COSTCO WHSL	9/25/2014	5/4/2014	380	$47,883.67	$43,718.05		$4,165.62	$4,165.62
DD	DU PONT E I D	9/25/2014	5/4/2014	400	$28,925.34	$26,815.00		$2,110.34	$2,110.34
DD	DU PONT E I D	9/25/2014	5/4/2014	100	$7,231.54	$6,703.75		$527.79	$527.79
DD	DU PONT E I D	9/25/2014	5/4/2014	15	$1,084.71	$1,005.56		$79.15	$79.15
DD	DU PONT E I D	9/25/2014	5/4/2014	85	$6,146.64	$5,698.19		$448.45	$448.45
DD	DU PONT E I D	9/25/2014	5/4/2014	400	$28,925.34	$26,815.00		$2,110.34	$2,110.34

DD	DU PONT E I D	9/25/2014	5/4/2014	480	$34,710.40	$32,178.00	$2,532.40	$2,532.40
DUK	DUKE ENERGY	9/25/2014	5/4/2014	1000	$73,731.42	$73,272.60	$458.82	$458.82
EBAY	EBAY INC	9/19/2014	5/4/2014	1895	$99,504.02	$98,608 60	$895.42	$895.42
GE	GENERAL ELEC	9/25/2014	5/4/2014	700	$17,897.94	$18,676.00	($778 06)	($778 06)
GE	GENERAL ELEC	9/25/2014	5/4/2014	104	$2,659.12	$2,774.72	($115 60)	($115.60)
GE	GENERAL ELEC	9/25/2014	5/4/2014	200	$5,113.70	$5,336.00	($222 30)	($222 30)
GE	GENERAL ELEC	9/25/2014	5/4/2014	500	$12,784.24	$13,340.00	($555.76)	($555 76)
GSZIX	GOLDMAN SA(	9/25/2014	5/4/2014	17684.516	$187,254.02	$187,455.85	($201 83)	($201 83)
JNJ	JOHNSON & JC	9/25/2014	5/4/2014	100	$10,719.96	$9,961.75	$758.21	$758.21
JNJ	JOHNSON & JC	9/25/2014	5/4/2014	300	$32,159.90	$29,885.25	$2,274.65	$2,274.65
JNJ	JOHNSON & JC	9/25/2014	5/4/2014	100	$10,719.96	$9,961.75	$758.21	$758.21
JNJ	JOHNSON & JC	9/25/2014	5/4/2014	400	$42,884.29	$39,847.00	$3,037.29	$3,037.29
JNJ	JOHNSON & JC	9/25/2014	5/4/2014	100	$10,719.96	$9,961.75	$758.21	$758.21
JPM	JPMORGAN CH	9/25/2014	5/4/2014	400	$24,279.66	$22,025.00	$2,254.66	$2,254.66
JPM	JPMORGAN CH	9/25/2014	5/4/2014	100	$6,069.92	$5,506.25	$563.67	$563.67
JPM	JPMORGAN CH	9/25/2014	5/4/2014	100	$6,069.92	$5,506.25	$563.67	$563.67
JPM	JPMORGAN CH	9/25/2014	5/4/2014	4600	$279,216.14	$253,287.50	$25,928.64	$25,928.64
JPM	JPMORGAN CH	9/25/2014	5/4/2014	1600	$97,118.65	$88,100.00	$9,018.65	$9,018.65
JPM	JPMORGAN CH	9/25/2014	5/4/2014	1645	$99,850.12	$90,577.81	$9,272.31	$9,272.31
JPM	JPMORGAN CH	9/25/2014	5/4/2014	7700	$467,383.53	$423,981.26	$43,402.27	$43,402.27
JPM	JPMORGAN CH	9/25/2014	5/4/2014	600	$36,421.90	$33,037.50	$3,384.40	$3,384 40
JPM	JPMORGAN CH	9/25/2014	5/4/2014	1000	$60,699.16	$55,062 50	$5,636.66	$5,636.66
JPM	JPMORGAN CH	9/25/2014	5/4/2014	100	$6,070.82	$5,506.25	$564.57	$564.57
JPM	JPMORGAN CH	9/25/2014	5/4/2014	100	$6,070.82	$5,506 25	$564.57	$564.57
JSOSX	JPMORGAN ST	9/25/2014	5/4/2014	15273.636	$180,814.85	$181,908.99	($1,094.14)	($1,094.14)
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.56	$4,076.75	$109.81	$109.81
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.96	$4,076.75	$110.21	$110.21
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.96	$4,076.75	$110.21	$110.21
KO	COCA COLA CC	9/25/2014	5/4/2014	300	$12,559.67	$12,230.25	$329.42	$329.42
KO	COCA COLA CC	9/25/2014	5/4/2014	500	$20,932.77	$20,383 75	$549.02	$549.02
KO	COCA COLA CC	9/25/2014	5/4/2014	300	$12,559.67	$12,230.25	$329.42	$329.42
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.56	$4,076.75	$109.81	$109.81
KO	COCA COLA CC	9/25/2014	5/4/2014	184	$7,703.26	$7,501.22	$202.04	$202.04
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.56	$4,076 75	$109.81	$109.81
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.56	$4,076.75	$109.81	$109 81
KO	COCA COLA CC	9/25/2014	5/4/2014	100	$4,186.56	$4,076.75	$109.81	$109.81
KRFT	KRAFT FOODS	9/25/2014	5/4/2014	100	$5,614.04	$5,628.00	($13 96)	($13 96)
KRFT	KRAFT FOODS	9/25/2014	5/4/2014	100	$5,613.74	$5,628.00	($14 26)	($14 26)
KRFT	KRAFT FOODS	9/25/2014	5/4/2014	100	$5,614.04	$5,628.00	($13.96)	($13 96)
KRFT	KRAFT FOODS	9/25/2014	5/4/2014	100	$5,614.04	$5,628.00	($13 96)	($13 96)

KRFT	KRAFT FOODS	9/25/2014	5/4/2014	100	$5,614.04	$5,628.00		($13 96)	($13.96)
KRFT	KRAFT FOODS	9/25/2014	5/4/2014	166	$9,318 61	$9,342.48		($23 87)	($23 87)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	100	$3,476.57	$3,556.37		($79 80)	($79 80)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	300	$10,429.73	$10,669 11		($239 38)	($239 38)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	100	$3,476.57	$3,556.37		($79 80)	($79.80)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	300	$10,429.43	$10,669.11		($239 68)	($239 68)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	800	$27,816.61	$28,450.96		($634 35)	($634 35)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	300	$10,430.03	$10,669.11		($239.08)	($239 08)
MDLZ	MONDELEZ IN	9/25/2014	5/4/2014	100	$3,476.47	$3,556.37		($79 90)	($79.90)
MO	ALTRIA GROUI	9/25/2014	5/4/2014	1000	$45,076.26	$39,845.00		$5,231.26	$5,231.26
MO	ALTRIA GROUI	9/25/2014	5/4/2014	1000	$45,076.26	$39,845.00		$5,231.26	$5,231.26
MO	ALTRIA GROUI	9/25/2014	5/4/2014	139	$6,265.60	$5,538.45		$727.15	$727.15
MO	ALTRIA GROUI	9/25/2014	5/4/2014	101	$4,552.70	$4,024.35		$528.35	$528.35
MO	ALTRIA GROUI	9/25/2014	5/4/2014	152	$6,851.59	$6,056.44		$795.15	$795.15
NFLX	NETFLIX INC	9/25/2014	9/19/2014	68	$30,251.13	$31,173.84	($922 71)		($922 71)
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	1100	$101,961.75	$94,099.50		$7,862.25	$7,862.25
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,269.25	$8,554.50		$714.75	$714.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,269.35	$8,554 50		$714.85	$714.85
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715 75	$715.75
PEP	PEPSICO INCO	9/25/2014	5/4/2014	100	$9,270.25	$8,554.50		$715.75	$715.75
PFE	PFIZER INCORI	9/25/2014	5/4/2014	1706	$51,248.40	$51,917.50		($669 10)	($669 10)
PM	PHILIP MORRI!	9/25/2014	5/4/2014	969	$80,980.22	$82,667.81		($1,687 59)	($1,687 59)
PNY	PIEDMONT NA	9/25/2014	5/4/2014	1000	$33,808.30	$35,017.50		($1,209.20)	($1,209.20)
PTQMF	PETAQUILLA N	9/25/2014	5/4/2014	10000	$332 01	1920		($1,587 99)	-1587.99
PTQMF	PETAQUILLA N	9/25/2014	5/4/2014	20000	$664.02	3840		($3,175 98)	-3175.98
SBUX	STARBUCKS C(	9/25/2014	5/4/2014	1037	$77,040.52	$73,453.30		$3,587.22	$3,587.22
SE	SPECTRA ENEF	9/25/2014	5/4/2014	100	$3,868.19	$3,949.25		($81 06)	($81 06)
SE	SPECTRA ENEF	9/25/2014	5/4/2014	885	$34,233.47	$34,950.86		($717 39)	($717 39)
SE	SPECTRA ENEF	9/25/2014	5/4/2014	100	$3,868.59	$3,949.25		($80 66)	($80 66)
STJ	ST JUDE MEDI	9/25/2014	5/4/2014	1685	$103,047.92	$107,601.07		($4,553 15)	($4,553 15)
T	A T & T INC NE	9/25/2014	5/4/2014	1500	$52,501.83	$53,445.00		($943 17)	($943 17)
T	A T & T INC NE	9/25/2014	5/4/2014	100	$3,500.12	$3,563.00		($62 88)	($62 88)
T	A T & T INC NE	9/25/2014	5/4/2014	100	$3,500.12	$3,563.00		($62 88)	($62 88)
T	A T & T INC NE	9/25/2014	5/4/2014	100	$3,500.12	$3,563.00		($62 88)	($62 88)
T	A T & T INC NE	9/25/2014	5/4/2014	100	$3,500.12	$3,563.00		($62.88)	($62 88)

T	A T & T INC NE	9/25/2014	5/4/2014	300	$10,500.37	$10,689.00		($188 63)	($188 63)
T	A T & T INC NE	9/25/2014	5/4/2014	100	$3,500.12	$3,563.00		($62 88)	($62 88)
T	A T & T INC NE	9/25/2014	5/4/2014	80	$2,800.10	$2,850.40		($50 30)	($50.30)
T	A T & T INC NE	9/25/2014	5/4/2014	600	$21,000.74	$21,378.00		($377 26)	($377 26)
TGP	TEEKAY LNG P.	9/25/2014	5/4/2014	400	$16,885.67	$17,224.92		($339 25)	($339 25)
TGP	TEEKAY LNG P.	9/25/2014	5/4/2014	200	$8,436.64	$8,612.46		($175.82)	($175 82)
TGP	TEEKAY LNG P.	9/25/2014	5/4/2014	300	$12,651 96	$12,918.69		($266 73)	($266 73)
TGP	TEEKAY LNG P.	9/25/2014	5/4/2014	200	$8,436.64	$8,612.46		($175 82)	($175 82)
TGP	TEEKAY LNG P.	9/25/2014	5/4/2014	203	$8,561.16	$8,741.65		($180 49)	($180.49)
TWTR	TWITTER INC	9/25/2014	9/19/2014	648	$33,764.71	$33,351.35	$413 36		$413.36
VYM	VANGUARD W	9/25/2014	5/4/2014	936	$62,048 35	$60,082 40		$1,965.95	$1,965.95
VZ	VERIZON COM	9/25/2014	5/4/2014	2685	$132,866.08	$126,651.45		$6,214.63	$6,214.63
WFC	WELLS FARGO	9/25/2014	5/4/2014	6760	$349,603.76	$335,041.82		$14,561.94	$14,561.94
XEL	XCEL ENERGY I	9/25/2014	5/4/2014	3000	$91,676.82	$93,949.20		($2,272 38)	($2,272 38)
					$4,050,015.28	$3,888,626.76	($597 38)	$161,985.90	$161,388.52
								$161,388.52	

Investment Detail - Cash and Money Market Funds [Sweep] (continued)

Money Market Funds [Sweep]	Quantity	Market Price	Market Value	Current Yield
SCHWAB GOVT MONEY FUND: SWGXX	20,574.7300	1.0000	20,574.73	0 00%
Total Money Market Funds [Sweep]			20,574.73	
Total Cash & Money Market [Sweep]			20,832.23	

Investment Detail - Fixed Income

Corporate Bonds	Par	Market Price	Market Value
AMAZON COM INC 2.5%22 (M) DUE 11/29/22 CALLABLE 08/29/22 AT 100 00000 CUSIP: 023135AJ5 MOODY'S· Baa1 S&P AA-	55,000 0000	94.8924	52,190 82 *Accrued Interest: 122.22*
AMERICAN TOWER CO 4.5%18 (M) DUE 01/15/18 CUSIP· 029912BD3 MOODY'S· Baa3 S&P: BBB-	50,000.0000	105.8294	52,914 70 *Accrued Interest: 1,037.50*
KINDER MORGAN FIN 5.7%16 (M) DUE 01/05/16 CUSIP: 49455WAD8 MOODY'S Baa3 S&P: BBB-	40,000 0000	102 1468	40,858 72 *Accrued Interest: 1,114.67*
WELLS FARGO & CO 0%19 DUE 01/04/19 CUSIP· 94986RSM4 MOODY'S· NR S&P NR	75,000 0000	101.4980	76,123 50 *Accrued Interest: 0.00*

Investment Detail - Fixed Income (continued)

Corporate Bonds (continued)	Par	Market Price	Market Value
WM WRIGLEY JR CO 4.65%15 (M) DUE 07/15/15 CUSIP· 982526AB1 MOODY'S: WR S&P· A-	45,000 0000	100.1073	45,048 29 *Accrued Interest: 964.88*
Total Corporate Bonds	265,000.0000		267,136.03

Total Accrued Interest for Corporate Bonds: 3,239.27

Municipal Bonds	Par	Market Price	Market Value
ASPEN ETC RES MD CO 2%17 (M) GO UTX DUE 12/01/17 CUSIP: 04529MBX2 MOODY'S· NR S&P BBB+	50,000 0000	101 3300	50,665.00 *Accrued Interest: 83.33*
CHAFFEE CO COP 3%15 (M) COPS CFAC DUE 12/01/15 XTRO CUSIP: 157347BR5 MOODY'S· NR S&P AA-	50,000.0000	100 9320	50,466 00 *Accrued Interest: 125.00*
CO HLTH FA REV 4.75%21 (M) HLTH ACUT DUE 10/01/21 OID XTRO CALLABLE 10/01/20 AT 100.00000 CUSIP· 19648AUV5 MOODY'S: A2 S&P A	70,000.0000	112.0410	78,428.70 *Accrued Interest: 831.25*

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value
CO HSG & FIN AU 2.693%23 (M) HSG SING DUE 11/01/23 XTRO TAXBL CUSIP. 196479XG9 MOODY'S: Aaa S&P. AAA	25,000.0000	101.4420	25,360 50 ***Accrued Interest: 112.21***
CO HSG/FIN AUTH 1.6%16 (M) AUTH FINL DUE 05/15/16 TAXBL CUSIP 19648CAE1 MOODY'S Aa2 S&P N/R	50,000 0000	100.9330	50,466 50 ***Accrued Interest: 102.22***
DENVER CO INTL 5.125%25 (M) GO UTX DUE 12/01/25 CALLABLE 12/01/20 AT 100.00000 CUSIP: 249197AU8 MOODY'S NR S&P· BBB-	45,000 0000	107.4620	48,357.90 ***Accrued Interest: 192.19***
ERIE CO WTR 4.375%22 (M) UTIL WTR DUE 12/01/22 OID ASSURED GUARANTY MUN PRE-REFUNDED 12/01/17 AT 100 00000 CUSIP: 295017CA3 MOODY'S. A1 S&P N/R	50,000 0000	107 2750	53,637 50 ***Accrued Interest: 182.29***
GRAND JUNCTION C 7.65%40 (M) COPS BLDG DUE 12/01/40 XTRO TAXBL CALLABLE 12/01/20 AT 100 00000 CUSIP· 385786BM9 MOODY'S. NR S&P. A+	50,000.0000	115 0470	57,523 50 ***Accrued Interest: 318.75***

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value
HOUSTON TX ISD 6.168%34 (M) GO LTX DUE 02/15/34 XTRO TAXBL CALLABLE 02/15/19 AT 100 00000 CUSIP· 442403FR7 MOODY'S Aaa S&P: AA+	50,000 0000	111.0190	55,509.50 *Accrued Interest: 1,165.07*
LARIMER CNTY CO SFM 0%15 HSG SING DUE 08/01/15 XTRO ESCROWED TO MATURITY CUSIP. 517200CE9 MOODY'S: NR S&P N/R	25,000.0000	99 9820	24,995 50 *Accrued Interest: 0.00*
LEXINGTON SC SD2 2.65%21 (M) SCH LEAS DUE 12/01/21 XTRO TAXBL CUSIP 529601BB1 MOODY'S. Aa3 S&P A	50,000.0000	97 6300	48,815 00 *Accrued Interest: 283.40*
PORT CHESTER NY 3.3%24 (M) GO UTX DUE 10/01/24 OID TAXBL CALLABLE 10/01/20 AT 100.00000 CUSIP. 733760TB8 MOODY'S· Aa3 S&P N/R	50,000.0000	98.5830	49,291.50 *Accrued Interest: 412.50*

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value
RIO BLANCO CO SD RE 5%20 (M) GO UTX DUE 12/01/20 OID PRE-REFUNDED 12/01/18 AT 100.00000 CUSIP. 767000CA8 MOODY'S Aa2 S&P AA-	35,000 0000	112.7990	39,479.65 *Accrued Interest: 145.83*
UNIV CO ENTP SYS 5%23 (M) EDUC PUB DUE 06/01/23 NATIONAL PUBLIC FINA PRE-REFUNDED 06/01/17 AT 100.00000 CUSIP 91417KJU6 MOODY'S Aa2 S&P NR	50,000 0000	108.1070	54,053 50 *Accrued Interest: 208.33*
W CONTRA CSTA CA 6.25%30 (M) SCH IMPT DUE 08/01/30 XTRO TAXBL CUSIP 952347YH9 MOODY'S· Aa3 S&P· A+	50,000.0000	115.0840	57,542 00 *Accrued Interest: 1,302.08*
WEST CHICAGO IL PK 5%25 (M) GO UTX DUE 12/01/25 TAXBL BUILD AMERICA MUTU CALLABLE 12/01/24 AT 100 00000 CUSIP· 952083JC8 MOODY'S NR S&P AA	60,000 0000	102 7180	61,630 80 *Accrued Interest: 1,041.67*

Investment Detail - Fixed Income (continued)

Municipal Bonds (continued)	Par	Market Price	Market Value
WILLIAMSBURG CN 6.776%40 (M) BLDG FAC DUE 12/01/40 XTRO TAXBL CALLABLE 12/01/20 AT 100.00000 CUSIP: 969544AL9 MOODY'S: NR S&P. A-	50,000 0000	109 0770	54,538.50 *Accrued Interest: 282.33*
Total Municipal Bonds	810,000.0000		860,761.55
			Total Accrued Interest for Municipal Bonds: 6,788.45

CDs & BAs	Par	Market Price	Market Value
JPMORGAN CHASE BANK 0%19 CD FDIC INS DUE 05/13/19 COLUMBUS OH CUSIP 48124JC71 MOODY'S. NR S&P. NR	80,000.0000	99.9094	79,927.52 *Accrued Interest: 0.00*
Total CDs & BAs	80,000.0000		79,927.52
			Total Accrued Interest for CDs & BAs: 0.00

Total Fixed Income	1,155,000.0000		1,207,825.10

Accrued Interest represents the interest that would be received if the fixed income investment was sold prior to the coupon payment

Investment Detail - Equities

Equities	Quantity	Market Price	Market Value
ACCENTURE PLC CL A F (M) SYMBOL: ACN	349.0000	96.7800	33,776 22
ACE LIMITED NEW F (M) SYMBOL: ACE	428.0000	101.6800	43,519.04
AMAZON COM INC (M) SYMBOL AMZN	90 0000	434.0900	39,068.10
ANADARKO PETROLEUM (M) SYMBOL: APC	336.0000	78 0600	26,228 16
APPLE INC (M) SYMBOL AAPL	397.0000	125.4250	49,793 73
AQUA AMERICA INC (M) SYMBOL: WTR	932 0000	24 4900	22,824.68
BERKSHIRE HATHAWAY (M) CLASS B SYMBOL BRKB	317.0000	136 1100	43,146.87
CANADIAN NATL RY CO F (M) SYMBOL CNI	669 0000	57.7500	38,634.75
CERNER CORP (M) SYMBOL: CERN	685.0000	69 0600	47,306.10
CHEVRON CORPORATION (M) SYMBOL. CVX	241.0000	96 4700	23,249 27
CHURCH & DWIGHT CO (M) SYMBOL: CHD	478 0000	81.1300	38,780 14

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
CIGNA CORP (M) SYMBOL· CI	432 0000	162.0000	69,984.00
COSTCO WHOLESALE CO (M) SYMBOL COST	253 0000	135.0600	34,170 18
CVS HEALTH CORP (M) SYMBOL: CVS	411 0000	104.8800	43,105.68
DANAHER CORP (M) EXCHANGE OFFER EXP. 07/09/15 SYMBOL DHR	470.0000	85.5900	40,227.30 *Accrued Dividend: 63.45*
ECOLAB INC (M) SYMBOL ECL	355 0000	113 0700	40,139.85 *Accrued Dividend: 117.15*
ENBRIDGE INC F (M) SYMBOL: ENB	660.0000	46 7900	30,881.40
EXPRESS SCRIPTS HLDG (M) SYMBOL. ESRX	350 0000	88.9400	31,129.00
FACEBOOK INC (M) CLASS A SYMBOL FB	225 0000	85 7650	19,297.13
GILEAD SCIENCES INC (M) SYMBOL: GILD	450.0000	117 0800	52,686 00
GOOGLE INC (M) CLASS A SYMBOL GOOGL	69 0000	540.0400	37,262 76

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
INTERCONTINENTAL EXC (M) SYMBOL. ICE	130.0000	223.6100	29,069.30
JPMORGAN CHASE & CO (M) SYMBOL JPM	761.0000	67 7600	51,565.36
MYLAN N V F (M) SYMBOL. MYL	461.0000	67.8600	31,283 46
NEXTERA ENERGY INC (M) SYMBOL. NEE	225 0000	98.0300	22,056 75
NIKE INC (M) CLASS B SYMBOL NKE	371.0000	108.0200	40,075.42 *Accrued Dividend: 103.88*
PERRIGO CO PLC F (M) US SHARES SYMBOL: PRGO	216 0000	184.8300	39,923 28
POLARIS INDUSTRIES (M) SYMBOL· PII	177.0000	148 1100	26,215 47
PRICELINE GROUP (M) SYMBOL PCLN	20.0000	1,151.3700	23,027.40
ROPER TECHNOLOGIES (M) SYMBOL ROP	253.0000	172 4600	43,632.38
SCHEIN HENRY INC (M) SYMBOL: HSIC	224 0000	142.1200	31,834 88

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Equities (continued)

Equities (continued)	Quantity	Market Price	Market Value
SCHLUMBERGER LTD F (M) SYMBOL· SLB	337.0000	86 1900	29,046.03 *Accrued Dividend: 168.50*
STARBUCKS CORP (M) SYMBOL SBUX	694.0000	53.6150	37,208 81
TJX COMPANIES INC (M) SYMBOL TJX	506 0000	66 1700	33,482.02
VERISK ANALYTICS INC (M) SYMBOL· VRSK	756 0000	72.7600	55,006 56
VF CORPORATION (M) SYMBOL: VFC	406.0000	69.7400	28,314 44
VISA INC CL A (M) CLASS A SYMBOL· V	620 0000	67.1500	41,633.00
Total Equities	14,754.0000		1,368,584.92

Total Accrued Dividend for Equities: 452.98

Investment Detail - Mutual Funds

Bond Funds	Quantity	Market Price	Market Value
ASTON DOUBLELINE CORE (M),◊ PLUS FIX INCM I SYMBOL. ADLIX	3,276.0930	10.7100	35,086 96

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Bond Funds (continued)	Quantity	Market Price	Market Value
GOLDMAN SACHS STRATEGIC (M),◊ INCM FD INST SYMBOL GSZIX	3,428 9270	10.0400	34,426 43
METROPOLITAN WEST TOTAL (M),◊ RETURN BOND I SYMBOL: MWTIX	20,657 2690	10 8100	223,305 08
PIMCO INCM INST CL (M),◊ SYMBOL· PIMIX	5,132 7050	12.3600	63,440.23
PIONEER STRATEGIC INCOME (M),◊ FD CL Y SYMBOL: STRYX	7,525 0680	10.6200	79,916 22
TEMPLETON GLOBAL BOND (M),◊ FUND ADV CL SYMBOL. TGBAX	4,226 2220	12 2100	51,602.17
Total Bond Funds	44,246.2840		487,777.09

Equity Funds	Quantity	Market Price	Market Value
ABERDEEN EMERGING (M),◊ MARKETS INST CL SYMBOL ABEMX	10,912 4070	13.5900	148,299.61
BARON EMRG MKTS FD INST (M),◊ SYMBOL BEXIX	13,177.3740	11.9900	157,996.71

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value
BARON FIFTH AVENUE (M),◊ GROWTH FD INST CL SYMBOL BFTIX	6,410 6360	19.0900	122,379.04
COLUMBIA CONTRARIAN CORE (M),◊ FD CL R5 SYMBOL: COFRX	5,172 4530	22.6300	117,052 61
GOLDMAN SACHS INCM (M),◊ BUILDER INSTL SYMBOL: GSBIX	3,410 2050	22 7500	77,582 16
GOLDMAN SACHS MLP ENERGY (M),◊ INFRASTRUCTURE INST SYMBOL: GMLPX	6,389 9810	10.7900	68,947 89
GOLDMAN SACHS MLP ENERGY (M),◊ INFRASTRUCTURE INST SYMBOL: GMLPX	5,098 9450	10 7900	55,017 62
INVESCO BALANCED RISK (M),◊ ALLOC FD CL Y SYMBOL. ABRYX	5,774.9460	11 6900	67,509 12
JOHCM INTL SLCT FD CL I (M),◊ SYMBOL JOHIX	3,637 7970	20 1400	73,265 23
MATTHEWS ASIA DIVIDEND (M),◊ FUND INV SYMBOL: MAPIX	3,242.9770	16 9900	55,098.18
OAKMARK INTL FD CLASS I (M),◊ SYMBOL: OAKIX	8,921 6480	24.5800	219,294 11

Please see "Endnotes for Your Account" section for an explanation of the endnote codes and symbols on this statement

Investment Detail - Mutual Funds (continued)

Equity Funds (continued)	Quantity	Market Price	Market Value
PIMCO ALL ASSET INSTL CL (M),◊ SYMBOL: PAAIX	5,289 2520	11.4700	60,667 72
PRIMECAP ODYSSEY AGGR (M),◊ GROWTH FD SYMBOL· POAGX	8,409.9150	35.0300	294,599 32
Total Equity Funds	85,848.5360		1,517,709.32
Total Mutual Funds	130,094.8200		2,005,486.41

Investment Detail - Other Assets

Other Assets	Quantity	Market Price	Market Value
AMERICAN TOWER CORP (M) REIT SYMBOL: AMT	396.0000	93 2900	36,942 84 *Accrued Dividend: 174.24*
GUGGENHEIM BULLETSHARES (M) 2017 ETF SYMBOL. BSJH	1,746 0000	26 4100	46,111 86
ISHARES CORE US (M) AGGREGATE BOND ETF SYMBOL· AGG	1,939.0000	108 7800	210,924 42
ISHARES IBOXX INVT GRD (M) BOND ETF SYMBOL· LQD	971 0000	115.7200	112,364.12

Investment Detail - Other Assets (continued)

Other Assets (continued)	Quantity	Market Price	Market Value
ISHARES MSCI EAFE ETF (M) SYMBOL. EFA	3,228 0000	63 4900	204,945 72 *Accrued Dividend: 3,587.24*
POWERSHARES S&P 500 LOW (M) VOLAT ETF SYMBOL SPLV	2,266.0000	36.6400	83,026.24
SPDR S&P 500 ETF (M) SYMBOL SPY	1,851.0000	205.8500	381,028.35 *Accrued Dividend: 1,906.66*
TECHNOLOGY SELECT SECTOR (M) SPDR ETF SYMBOL· XLK	4,839 0000	41.4000	200,334 60
VANGUARD EXTENDED MARKET (M) ETF SYMBOL· VXF	4,185 0000	91 9900	384,978 15
VANGUARD FTSE ALL WORLD (M) EX US ETF SYMBOL. VEU	2,120.0000	48 5500	102,926 00
Total Other Assets	23,541.0000		1,763,582.30

Total Accrued Dividend for Other Assets: 5,668.14

Total Investment Detail	6,366,310.96
Total Account Value	6,366,310.96

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	SALES OCT-JUN	P		
b	SALES OCT-JUN	P		
c	SEPTEMBER SALES			
d	SEPTEMBER SALES			
e	PTP ADJUSTMENTS			
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,231,383.		1,309,846.	-78,463.
b	72,257.		78,399.	-6,142.
c				-597.
d				161,986.
e				7,875.
f	32,518.			32,518.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				-78,463.
b				-6,142.
c				-597.
d				161,986.
e				7,875.
f				32,518.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	117,177.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CRU BOX 628222 ORLANDO, FL 32862-8222	NONE	PC	GENERAL FUND	5,000.
HALCYON HOSPICE 209 MAIN ST LONGMONT, CO 80501	NONE	PC	GENERAL FUND	1,000.
Total from continuation sheets				6,000.