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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

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation The Hugh & Michelle Harvey Family Foundation		A Employer identification number 26-3640406	
Number and street (or P O box number if mail is not delivered to street address) 1600 Stout Street No 1800		B Telephone number (see instructions) (303) 993-5385	
City or town, state or province, country, and ZIP or foreign postal code Denver, CO 80202		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 27,015,111		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	1,128,622	1,085,658		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-21,946			
	b Gross sales price for all assets on line 6a 2,669,423				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	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)				
	12 Total. Add lines 1 through 11	1,106,676	1,085,658		
	13 Compensation of officers, directors, trustees, etc	28,665	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	45,412	0		0
	c Other professional fees (attach schedule)	78,547	3,608		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	26,472	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	6,542	0		0
	21 Travel, conferences, and meetings.	9,266	0		0
	22 Printing and publications				
	23 Other expenses (attach schedule).	26,744	22,797		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	221,648	26,405		0
	25 Contributions, gifts, grants paid	6,379,511			2,747,625
	26 Total expenses and disbursements. Add lines 24 and 25	6,601,159	26,405		2,747,625
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-5,494,483			
	b Net investment income (if negative, enter -0-)		1,059,253		
	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	12,940	29,270	29,270
	2	Savings and temporary cash investments	6,620,930	7,112,075	7,112,075
	3	Accounts receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions).			
	7	Other notes and loans receivable (attach schedule) ▶ _____			
		Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	10,547,932	10,729,028	10,729,028
	b	Investments—corporate stock (attach schedule)	714,313	497,859	497,859
	c	Investments—corporate bonds (attach schedule)	10,444,394	5,720,787	5,720,787
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans.				
13	Investments—other (attach schedule)	618,547	2,662,694	2,662,694	
14	Land, buildings, and equipment basis ▶ _____ 6,000				
	Less accumulated depreciation (attach schedule) ▶ 6,000				
15	Other assets (describe ▶ _____)	276,415	263,398	263,398	
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	29,235,471	27,015,111	27,015,111	
Liabilities	17	Accounts payable and accrued expenses	25,242	117,883	
	18	Grants payable		3,631,886	
	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)	25,242	3,749,769	
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	29,210,229	23,265,342	
	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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances(see instructions)	29,210,229	23,265,342	
	31	Total liabilities and net assets/fund balances(see instructions)	29,235,471	27,015,111	

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	29,210,229
2	Enter amount from Part I, line 27a	2	-5,494,483
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	23,715,746
5	Decreases not included in line 2 (itemize) ▶ _____	5	450,404
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	23,265,342

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	-21,946
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 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))
2014	1,176,900	28,791,125	0 040877
2013	1,170,780	28,392,898	0 041235
2012	12,164,727	31,435,652	0 386972
2011	563,734	28,153,897	0 020023
2010	252,722	27,757,081	0 009105

2	Total of line 1, column (d).	2	0 498212
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 099642
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	27,699,519
5	Multiply line 4 by line 3.	5	2,760,035
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,593
7	Add lines 5 and 6.	7	2,770,628
8	Enter qualifying distributions from Part XII, line 4.	8	2,747,625

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 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

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

21,185

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

21,185

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

21,799

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

21,799

8

Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

8

16

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

598

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 598 **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

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
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.

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?
If "Yes," attach a detailed description of the activities.

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? *If "Yes," attach a conformed copy of the changes*

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?
If "Yes," attach the statement required by General Instruction T.

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? *If "Yes," complete Part II, col. (c), and Part XV.*

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? *If "No," attach explanation.*

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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)?
If "Yes," complete Part XIV

9

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

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 ▶N/A	13	Yes	
14	The books are in care of ▶Ondrish Associates PC Telephone no ▶(303) 298-7262 Located at ▶1600 Stout Street Suite 1800 Denver CO ZIP+4 ▶80202			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2015, 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 FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶	16	Yes	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 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 2015? ☐	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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 2015 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 2015.</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 2015?	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 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)?

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) 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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

Total

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Peter Konrad	Non-Profit Consulting	72,169
2965 Akron Court		
Denver, CO 80238		
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 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	21,974,556
b	Average of monthly cash balances.	1b	6,146,783
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	28,121,339
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	28,121,339
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	421,820
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	27,699,519
6	Minimum investment return.Enter 5% of line 5.	6	1,384,976

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	1,384,976
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	21,185
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,185
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,363,791
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,363,791
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,363,791

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	2,747,625
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	2,747,625
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	0
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	2,747,625

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,363,791
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				10,824,680
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	10,824,680			
4 Qualifying distributions for 2015 from Part XII, line 4				
a Applied to 2014, 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 2015 distributable amount.				1,363,791
e Remaining amount distributed out of corpus	1,383,834			
5 Excess distributions carryover applied to 2015 (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	12,208,514			
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				0
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 2010 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	12,208,514			
10 Analysis of line 9				
a Excess from 2011.				
b Excess from 2012.				10,824,680
c Excess from 2013.				
d Excess from 2014.				
e Excess from 2015.				1,383,834

Part XIV

b Check box to indicate whether the organization is a private operating foundation described in section 14942(j)(3) or 14942(j)(5)

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

1 Information Regarding Foundation Managers:

See Additional Data Table

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

Peter Konrad
2965 Akron Court
Denver, CO 80238
(303) 993-5385

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

Applications should be submitted in writing to the foundation's mailing address. Applications should include requestor's name, the amount requested, all contact information, and any other information the requestor believes is warranted.

c Any submission deadlines
There are no submission deadlines

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

There are no restrictions or limitations on awards

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

Form **990-PF** (2015)

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(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						
4 Dividends and interest from securities. . . .			14	1,128,622		
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.						
8 Gain or (loss) from sales of assets other than inventory			18	-21,946		
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		1,106,676		0
13 Total. Add line 12, columns (b), (d), and (e).			13		1,106,676	
(See worksheet in line 13 instructions to verify calculations)						

[illegible]

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
20000 units 13033EA78-California Hsg Fin A		2013-05-23	2015-04-24
5000 units 236482AC9-Danville Calif Fing		2011-05-25	2015-08-03
10000 units 364132AW0-Galt Calif Redev Agy		2011-03-16	2015-09-01
5000 units 457106MW9-Inglewood Calif Rede		2012-04-26	2015-05-01
10000 units 54438EJW9-Los Angeles Calif Cm		2012-08-17	2015-09-01
100000 units 544399CJ5-Los Angeles Calif Co		2012-06-28	2015-11-23
5000 units 69440PAA5-Pacific HSG & Fin Ag		2012-05-25	2015-09-01
50000 units 74529JAC9-Puerto Rico Sales Ta		2014-04-24	2015-12-03
15000 units 76803E934-River City Regl Stad		2012-06-01	2015-11-02
50000 units 90565LDL2-Union City Calif Cmn		2012-07-09	2015-11-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,000		20,000	0
5,000		5,000	0
10,000		10,000	0
5,000		5,000	0
10,000		10,000	0
100,000		100,000	0
5,000		5,000	0
27,055		42,649	-15,594
15,000		15,000	0
50,000		50,000	0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			0
			0
			0
			0
			0
			0
			0
			-15,594
			0
			0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	Date acquired (c) (mo , day, yr)	(d) Date sold (mo , day, yr)
20000 units 90565LDK4-Union City Calif Red		2011-04-11	2015-11-16
100000 units 90565LDL2-Union City Calif Red		2012-06-27	2015-11-16
1000000 units 026874AX5-American Int'l Group		2013-03-28	2015-10-01
500000 units 060505BS2-Bank of America Crp		2013-06-21	2015-08-03
800000 units 428236BE2-Hewlett Packard		2013-03-28	2015-11-07
Capital Gains Dividends	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
20,000		20,000	0
100,000		100,000	0
1,000,000		1,000,000	0
500,000		500,000	0
801,048		808,720	-7,672
1,320			1,320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			0
			0
			0
			0
			-7,672
			1,320

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Michelle M Harvey 1600 Stout Street Suite 1800 Denver, CO 80202	President, Director 1 00	0	0	0
Hugh E Harvey Jr 1600 Stout Street Suite 1800 Denver, CO 80202	Secretary, Director 1 00	0	0	0
Patrick A Quinn 14051 Cortez Court Broomfield, CO 80020	Treasurer 0 25	0	0	0
Lauren Harvey 1600 Stout Street Suite 1800 Denver, CO 80202	Officer, Director 18 25	28,665	0	0
Jeff Harvey 944 S Logan St Denver, CO 80209	Director 1 00	0	0	0

Form 990PF Part XV Line 1a - 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).

Michelle M Harvey
Hugh E Harvey Jr

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				
Africaid 1031 33rd Street Suite 174 Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	10,000
CASA of Jefferson & Gilpin Cty 100 Jefferson County Pkwy Room 2040 Golden,CO 80401	N/A	Other Public Charity	Charitable Contribution	100,000
Denver Museum of Nature & Scien 2001 Colorado Blvd Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	75,000
Denver Schlarship Fund 303 E 17th Ave Suite 200 Denver,CO 80203	N/A	Other Public Charity	Charitable Contribution	100,000
Denver School of Science & Tech 2000 Valentia St Denver,CO 80238	N/A	Other Public Charity	Charitable Contribution	1,246,000
Friends First Inc PO Box 270302 Littleton,CO 80127	N/A	Other Public Charity	Charitable Contribution	25,000
Friendship Bridge 405 Urban Street Suite 140 Lakewood,CO 80228	N/A	Other Public Charity	Charitable Contribution	25,000
Open World Learning 360 Acoma Suite 102 Denver,CO 80223	N/A	Other Public Charity	Charitable Contribution	121,000
Peace and Hope 3400 Park Avenue South Minneapolis,MN 55407	N/A	Other Public Charity	Charitable Contribution	20,000
Peruvian Hearts - Grant 24918 Genesee Trail Road Golden,CO 80401	N/A	Other Public Charity	Charitable Contribution	38,300
Starfish One by One 33424 Deep Forest Road Evergreen,CO 80439	N/A	Other Public Charity	Charitable Contribution	33,500
Teach for America 1391 Speer Boulevard Suite 710 Denver,CO 80204	N/A	Other Public Charity	Charitable Contribution	300,000
Walking Mountain Science Center 318 Walking Mountain Lane Avon,CO 81620	N/A	Other Public Charity	Charitable Contribution	50,000
Bayaud Enterprises 333 West Bayaud Ave Denver,CO 80223	N/A	Other Public Charity	Charitable Contribution	5,000
Bridges to Prosperity 1031 33rd Street Suite 174 Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	25,000
Total			3a	2,747,625

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				
Bicycle Colorado 1525 Market Street Denver, CO 80202	N/A	Other Public Charity	Charitable Contribution	10,000
Big Brothers Big Sisters 1391 North Speer Blvd Suite 450 Denver, CO 80204	N/A	Other Public Charity	Charitable Contribution	10,000
Book Trust 789 Sherman St Ste 300A Denver, CO 80203	N/A	Other Public Charity	Charitable Contribution	15,000
Colorado Council of Black Nurses 2650 Elizabeth St Denver, CO 80205	N/A	Other Public Charity	Charitable Contribution	10,000
Bluff Lake Nature Center 3400 Havana Way Denver, CO 80238	N/A	Other Public Charity	Charitable Contribution	2,500
Colorado Cross Disability Coalition 1385-A South Colorado Blvd 610 Denver, CO 80222	N/A	Other Public Charity	Charitable Contribution	2,500
Colorado Education Initiative 1660 Lincoln St Suite 2000 Denver, CO 80264	N/A	Other Public Charity	Charitable Contribution	27,943
Colorado School of Mines 1500 Illinois Street Denver, CO 80401	N/A	Other Public Charity	Charitable Contribution	265,000
Colorado College 14 East Cache la Poudre Colorado Springs, CO 80903	N/A	Other Public Charity	Charitable Contribution	10,000
Downtown Aurora Visual Arts 1419 Florence Street Aurora, CO 80010	N/A	Other Public Charity	Charitable Contribution	2,500
Global Livingston Institute 1031 33rd Street Suite 174 Denver, CO 80205	N/A	Other Public Charity	Charitable Contribution	3,200
Habitat for Humanity of Metro Denver 3245 Eliot St Denver, CO 80211	N/A	Other Public Charity	Charitable Contribution	20,000
Hunger Free Colorado 7000 S Yosemite Street 170 Centennial, CO 80112	N/A	Other Public Charity	Charitable Contribution	4,300
Junior Blind of America 5300 Angeles Vista Blvd Los Angeles, CA 90043	N/A	Other Public Charity	Charitable Contribution	10,000
One Acre Fund 1742 Tatum Street Falcon Heights, MN 55113	N/A	Other Public Charity	Charitable Contribution	10,000
Total 3a				2,747,625

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>				
Phamaly Theater Company PO Box 44216 Denver,CO 80201	N/A	Other Public Charity	Charitable Contribution	40,000
Posner Center 1031 33rd Street Suite 174 Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	15,000
Red Rocks Community College Foundation 13300 West 6th Ave Campus Box 1 Lakewood,CO 80228	N/A	Other Public Charity	Chartiable Contribution	27,500
Used Car Dealer Charity Fund 950 Wadsworth Blvd Suite 101 Lakewood,CO 80214	N/A	Other Public Charity	Charitable Contribution	10,000
Very Special Arts and Access Gallery 909 Santa Fe Drvie Denver,CO 80204	N/A	Other Public Charity	Charitable Contribution	5,000
Parkinson's Association of the Rockies 1325 S Colorado Blvd Suite 204 B Denver,CO 80222	N/A	Other Public Charity	Charitable Contribution	4,000
Sacred Heart House of Denver 2844 Lawrence St Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	3,500
Devine Feline 2600 2nd Ave Unit 10 Denver,CO 80219	N/A	Other Public Charity	Charitable Contribution	3,000
Angels with Paws 2540 Youngfield St Lakewood,CO 80215	N/A	Other Public Charity	Charitable Contribution	3,000
St Martin's Chamber Choir 2015 Glenarm Place Denver,CO 80205	N/A	Other Public Charity	Charitable Contribution	4,000
PEPY Empowering Youth 1800 Diagonal Road Suite 150 Alexandria,VA 22301	N/A	Other Public Charity	Charitable Contribution	5,000
Michael J Fox Foundation PO Box 5014 Hagerstown,MD 21741	N/A	Other Public Charity	Charitable Contribution	7,500
Davis Phinney Foundation 1722 14th St Suite 150 Boulder,CO 80302	N/A	Other Public Charity	Charitable Contribution	20,000
A Precious Child 557 Burbank St Unit E Broomfield,CO 80020	N/A	Other Public Charity	Charitable Contribution	3,500
Broomfield Community Foundation PO Box 2040 Broomfield,CO 80038	N/A	Other Public Charity	Charitable Contribution	3,400
Total  3a				2,747,625

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>				
Broomfield Open Space Foundation 14051 Cortez Court Broomfield, CO 80020	N/A	Other Public Charity	Charitable Contribution	3,100
International Teams 411 West River Road Elgin, IL 60123	N/A	Other Public Charity	Charitable Contribution	5,000
The Orchard Church 110 Snowmass Drive Carbondale, CO 81632	N/A	Other Public Charity	Charitable Contribution	2,000
Colorado School of Mines-Cash Pay It Forward 1500 Illinois Street Denver, CO 80401	N/A	Other Public Charity	Charitable Contribution	6,382
Total				3a 2,747,625

TY 2015 Accounting Fees Schedule

Name: The Hugh & Michelle Harvey Family
Foundation
EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting & Tax	45,412	0		0

TY 2015 Investments Corporate Bonds Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Bank of America Corp	101,750	101,750
JPMorgan Chase & Co	99,860	99,860
JPMorgan Chase & Co	101,800	101,800
PNC Financial Services	132,968	132,968
Wells Fargo & Company	103,875	103,875
General Elec Cap Corp	400,096	400,096
Goldman Sachs Group Inc	900,945	900,945
JPMorgan Chase & Co	500,210	500,210
JPMorgan Chase & Co	401,668	401,668
Sprint Nextel Corp	199,626	199,626
EOG Resources Inc	159,801	159,801
General Elec Cap Corp	597,111	597,111
Diageo Capital PLC	161,046	161,046
Ace Ina Holdings	168,240	168,240
Dell Inc	103,000	103,000
Oracle Corp	196,403	196,403
Berkshire Hathaway Fin	195,374	195,374
Travelers Cos Inc	196,560	196,560
Nucor Corp	160,565	160,565
E.I. Dupont DE Nemours	163,545	163,545

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Kimberly Clark Corp	166,842	166,842
Countrywide Capital IV	182,160	182,160
Barclays Bank PLC	103,520	103,520
HSBS Holdings PLC	106,760	106,760
Safeway Inc debenture	44,687	44,687
Sears Hldgs cop Sr Secd note	45,375	45,375
Transocean inc sr note	27,000	27,000

TY 2015 Investments Corporate Stock Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DB Cont Cap Trust III	105,760	105,760
Partnerre LDT	114,280	114,280
GMAC Capital Trust 1	277,819	277,819

TY 2015 Investments Government Obligations Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

**US Government Securities - End of
Year Book Value:** 0

**US Government Securities - End of
Year Fair Market Value:** 0

**State & Local Government
Securities - End of Year Book
Value:** 10,729,028

**State & Local Government
Securities - End of Year Fair
Market Value:** 10,729,028

TY 2015 Investments - Other Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Morgan Stanley Real Estate Fund VII Offshore Investors Global LP	FMV	425,143	425,143
Merrill Lynch Mutual Funds	FMV	2,237,551	2,237,551

TY 2015 Other Assets Schedule

Name: The Hugh & Michelle Harvey Family
Foundation
EIN: 26-3640406

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Interest/Dividends Receivable	276,415	263,398	263,398

TY 2015 Other Decreases Schedule

Name: The Hugh & Michelle Harvey Family
Foundation
EIN: 26-3640406

Description	Amount
Unrealized Gain/Loss	450,404

TY 2015 Other Expenses Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage and Supplies	122	0		0
Meals and Entertainment	1,331	0		0
Bank Charges	30	0		0
Commissions and Other Investment Fees	22,797	22,797		0
Business Registration	10	0		0
Other	-2,195	0		0
Printing and Copying	49	0		0
Membership Dues	4,445	0		0
Other Deduction from K-1	155	0		0

TY 2015 Other Professional Fees Schedule

Name: The Hugh & Michelle Harvey Family
Foundation
EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Other Professional Fees	78,547	3,608		0

TY 2015 Taxes Schedule

Name: The Hugh & Michelle Harvey Family
Foundation

EIN: 26-3640406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Excise Tax	24,000	0		0
Payroll Taxes	2,217	0		0
Other	255	0		0