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Extended to November 15, 2016

Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2015Department of the Treasury
Internal Revenue Service

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2015 or tax year beginning

, and ending

Name of foundation GENERAL SERVICE FOUNDATION		A Employer identification number 36-6018535	
Number and street (or P O box number if mail is not delivered to street address) 557 NORTH MILL STREET		Room/suite 201	B Telephone number 970-920-6834
City or town, state or province, country, and ZIP or foreign postal code ASPEN, CO 81611		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 66,978,716		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>			

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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	257,240.	257,240.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,025,048.			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		3,025,048.		
	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	665,575.	672,453.		See Statement 1	
12 Total. Add lines 1 through 11	3,947,863.	3,954,741.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	189,576.	99,680.		89,896.
	14 Other employee salaries and wages	296,550.	0.		296,550.
	15 Pension plans, employee benefits	128,602.	29,778.		98,824.
	16a Legal fees Stmt 2	11,547.	0.		11,547.
	b Accounting fees				
	c Other professional fees Stmt 3	766,198.	577,431.		188,767.
	17 Interest				
	18 Taxes Stmt 4	29,413.	21,020.		0.
	19 Depreciation and depletion	1,765.	0.		
	20 Occupancy	90,523.	0.		90,523.
	21 Travel, conferences, and meetings	143,536.	0.		143,536.
	22 Printing and publications				
	23 Other expenses Stmt 5	55,382.	0.		55,382.
	24 Total operating and administrative expenses. Add lines 13 through 23	1,713,092.	727,909.		975,025.
	25 Contributions, gifts, grants paid	2,457,000.			2,167,600.
26 Total expenses and disbursements. Add lines 24 and 25	4,170,092.	727,909.		3,142,625.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<222,229.>				
b Net investment income (if negative, enter -0-)		3,226,832.			
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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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	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		151,693.	166,908.	166,908.
	2	Savings and temporary cash investments		476,088.	1,565,736.	1,565,736.
	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 Stmt 7		13,694,999.	10,214,271.	10,214,271.
	c	Investments - corporate bonds Stmt 8		4,075,950.	4,837,300.	4,837,300.
	11	Investments - land, buildings and equipment basis ▶				
Liabilities		Less: accumulated depreciation ▶				
	12	Investments - mortgage loans				
	13	Investments - other Stmt 9		50,225,690.	50,175,923.	50,175,923.
	14	Land, buildings, and equipment basis ▶ 143,624.				
		Less: accumulated depreciation Stmt 6 ▶ 128,622.		2,801.	15,002.	15,002.
	15	Other assets (describe ▶ Rent deposit)		3,576.	3,576.	3,576.
	16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		68,630,797.	66,978,716.	66,978,716.
	17	Accounts payable and accrued expenses		653.	400.	
	18	Grants payable		340,000.	639,000.	
	19	Deferred revenue				
Net Assets or Fund Balances	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶ Deferred excise tax payable)		322,056.	310,449.	
	23	Total liabilities (add lines 17 through 22)		662,709.	949,849.	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted		67,968,088.	66,028,867.	
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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		67,968,088.	66,028,867.	
	31	Total liabilities and net assets/fund balances		68,630,797.	66,978,716.	

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	67,968,088.
2	Enter amount from Part I, line 27a	2	<222,229.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	67,745,859.
5	Decreases not included in line 2 (itemize) ▶ Unrealized loss on investments	5	1,716,992.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	66,028,867.

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			3,025,048.

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			3,025,048.

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	3,025,048.
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.)

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))
2014	2,920,090.	67,275,613.	.043405
2013	2,959,464.	62,145,131.	.047622
2012	2,886,840.	55,895,551.	.051647
2011	3,121,272.	58,792,418.	.053090
2010	3,322,945.	57,640,958.	.057649

2 Total of line 1, column (d)	2	.253413
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	.050683
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	68,425,389.
5 Multiply line 4 by line 3	5	3,468,004.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	32,268.
7 Add lines 5 and 6	7	3,500,272.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	3,156,591.

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**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-)**3** Add lines 1 and 2**4** Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)**5 Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-**6 Credits/Payments:****a** 2015 estimated tax payments and 2014 overpayment credited to 2015**b** Exempt foreign organizations - tax withheld at source**c** Tax paid with application for extension of time to file (Form 8868)**d** Backup withholding erroneously withheld**7** Total credits and payments. Add lines 6a through 6d**8** Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached**9 Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed****10 Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid****11** Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ☒454. **Refunded** ☒

1	64,537.
2	0.
3	64,537.
4	0.
5	64,537.
6a	64,991.
6b	
6c	
6d	
7	64,991.
8	
9	
10	454.
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?**b** Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the 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**c** Did the foundation file **Form 1120-POL** for this year?**d** Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:(1) On the foundation. ☒ \$ 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

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**4a** Did the foundation have unrelated business gross income of \$1,000 or more during the year?**b** If "Yes," has it filed a tax return on **Form 990-T** for this year?**5** Was there a liquidation, termination, dissolution, or substantial contraction during the year?

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

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:

• By language in the governing instrument, or

• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV**8a** Enter the states to which the foundation reports or with which it is registered (see instructions) ☒

CA, CO, IL

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

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a	X	
4b	X	
5		X
6	X	
7	X	
8b	X	
9		X
10		X

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Part VII-A Statements Regarding Activities (continued)

	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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.GENERALSERVICE.ORG	X	
14 The books are in care of BILL REPPLINGER Telephone no. 970-920-6834 Located at 557 NORTH MILL STREET, No. 201, ASPEN, CO ZIP+4 81611		
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 N/A		
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 <input type="checkbox"/>	1b	X
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	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A		
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. N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.) 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 2015?	4b	X

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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)?
Organizations relying on a current notice regarding disaster assistance check here☐**5b****X****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? See Statement 11☒ 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**6b****X****b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

N/A

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
See Statement 10		189,576.	27,345.	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
Holly Bartling	Program Director			
557 North Mill St., Aspen, CO 81611	40.00	104,000.	20,736.	0.
Renee Fazzari	Program Director			
557 North Mill St., Aspen, CO 81611	40.00	104,000.	19,857.	0.
Sara Samuels	Grants Manager			
557 North Mill St., Aspen, CO 81611	40.00	88,550.	21,198.	0.

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
Moziac, LLC - 9401 Wilshire Boulevard, Ste. 525, Beverly Hills, CA 90212	Investment Consultants	205,185.
Eagle Capital Management 499 Park Avenue, New York, NY 10022	Investment Management	94,917.
Silchester International - 780 Third Avenue, 42nd Floor, New York, NY 10017	Investment Management	85,847.
Christalla Plati - 1833 New Hampshire Ave, NW, Unit 501, Washington, DC 20009	Interim Executive Director	84,000.
Generation Investment - 733 Third Avenue, Ste. 1825, New York, NY 10017	Investment Management	62,783.
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	68,083,874.
b Average of monthly cash balances	1b	1,383,526.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	69,467,400.
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	69,467,400.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,042,011.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	68,425,389.
6 Minimum investment return. Enter 5% of line 5	6	3,421,269.

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	3,421,269.
2a Tax on investment income for 2015 from Part VI, line 5	2a	64,537.
b Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	64,537.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	3,356,732.
4 Recoveries of amounts treated as qualifying distributions	4	9,600.
5 Add lines 3 and 4	5	3,366,332.
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	3,366,332.

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	3,142,625.
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	13,966.
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	3,156,591.
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	3,156,591.

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				3,366,332.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2015:				
a From 2010	560,711.			
b From 2011	215,963.			
c From 2012	205,447.			
d From 2013				
e From 2014				
f Total of lines 3a through e	982,121.			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$	3,156,591.			
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				3,156,591.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	209,741.			209,741.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	772,380.			
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 instr.			0.	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				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	350,970.			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	421,410.			
10 Analysis of line 9:				
a Excess from 2011	215,963.			
b Excess from 2012	205,447.			
c Excess from 2013				
d Excess from 2014				
e Excess from 2015				

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 2015, enter the date of the ruling | <div style="border: 1px solid black; height: 20px; width: 100%;"></div> |
| b Check box to indicate whether the foundation is a private operating foundation described in section | <div style="display: flex; justify-content: space-between; align-items: center;"> <div style="border: 1px solid black; width: 20px; height: 20px; margin-right: 5px;"></div> <div>4942(i)(3) or</div> <div style="border: 1px solid black; width: 20px; height: 20px; margin-left: 5px;"></div> <div>4942(i)(5)</div> </div> |

		Prior 3 years				(e) Total
		(a) 2015	(b) 2014	(c) 2013	(d) 2012	
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 ☐ 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:

See Statement 12

- 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				
9 TO 5 NATIONAL ASSOCIATION OF WORKING WOMEN 655 BROADWAY #400 DENVER, CO 80218		Public charity	GENERAL SUPPORT	35,000.
COLORADO CIVIC ENGAGEMENT ROUNDTABLE PO BOX 1620 DENVER, CO 80201		Public charity	GENERAL SUPPORT	35,000.
COLORADO DONOR ALLIANCE 09 BOX 816 DENVER, CO 80201		Public charity	GENERAL SUPPORT	10,000.
COLORADO IMMIGRANT RIGHTS COALITION 2525 W. Alameda Avenue Denver, CO 80219		Public charity	General operating support	35,000.
COLORADO IMMIGRANT RIGHTS COALITION 2525 W. Alameda Avenue Denver, CO 80219		Public charity	VIDEO TO DOCUMENT IMPACT OF IMMIGRATION POLICIES	5,000.
Total	See continuation sheet(s)			2,167,600.
b Approved for future payment				
COLORADO IMMIGRANT RIGHTS COALITION 2525 W. Alameda Avenue DENVER, CO 80219		Public charity	GENERAL SUPPORT	35,000.
COMMON CAUSE EDUCATION FUND 1133 19th Street NW WASHINGTON, DC 20036-2603		Public charity	General Support	35,000.
MANAGEMENT ASSISTANCE GROUP 1155 F Street NW Suite 1050 Washington, DC 20004		Public charity	Colorado Leadership Development Program	29,000.
Total	See continuation sheet(s)			639,000.

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.		

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
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	Nov 3, 2016 Date	<div style="text-align: center;">CHIEF FINANCIAL</div> OFFICER Title
	<div style="float: right; border: 1px solid black; padding: 5px; width: fit-content;"> May the IRS discuss this return with the preparer shown below (see instr.)? <input checked="checked" type="checkbox"/> Yes <input type="checkbox"/> No </div>		

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Laurie Anderson	<i>Laurie Anderson</i>	11-1-16		P01416697
	Firm's name ▶ Kundinger, Corder & Engle P.C.			Firm's EIN ▶	
	Firm's address ▶ 475 Lincoln Street, Suite 200 Denver, CO 80203			Phone no. (303) 534-5953	

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
COLORADO LATINO LEADERSHIP AND RESEARCH ORGANIZAION INC 309 W 1st Ave Denver, CO 80223		Public charity	Fellowship for youth engagement in policymaking	15,000.
COMMON CAUSE EDUCATION FUND 1133 19th Street NW WASHINGTON, DC 20036-2603		Public charity	General Support	35,000.
FRONT RANGE ECONOMIC STRATEGY CENTER 7760 W. 38th Ave. Suite 200 Wheat Ridge, CO 80033		Public charity	General Support	40,000.
HISPANIC AFFAIRS PROJECT 300 N CASCADE AVE C-4 MONTROSE, CO 81401-3575		Public charity	General Support	15,000.
HISPANIC AFFAIRS PROJECT 300 N CASCADE AVE C-4 MONTROSE, CO 81401-3575		Public charity	Immigration Legal Assistance Program	20,000.
MANAGEMENT ASSISTANCE GROUP 1155 F Street NW Suite 1050 Washington, DC 20004		Public charity	Colorado Leadership Development Program	21,000.
MI FAMILIA VOTA EDUCATION FUND 2525 W. Alameda Avenue Denver, CO 80219		Public charity	General Support	15,000.
NEO PHILANTHROPY INC 221 NW Second Ave Suite 301 Portland, OR 97209		Public charity	Funders Committee for Civic Participation	15,000.
NEW ERA COLORADO FOUNDATION PO Box 181153 Denver, CO 80218		Public charity	General Support	35,000.
NEW ERA COLORADO FOUNDATION PO-Box 181153 Denver, CO 80218		Public charity	Technical Assistance with Strategic Planning Process	10,000.
Total from continuation sheets				2,047,600.

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
PROGRESSNOW COLORADO EDUCATION 1714 Humboldt St Denver, CO 80201		Public charity	General Supoprt	20,000.
RIGHTS FOR ALL PEOPLE 1085 Peoria St. Aurora, CO 80011		Public charity	General Support	10,000.
ROSE COMMUNITY FOUNDATION 600 S CHERRY ST DENVER, CO 80246-1702		Public charity	Colorado Immigrant Fundens Collaborative	15,000.
Tides Foundation PO BOX 29903 San Francisco, CA 94129-0903		Public charity	Provides technical tools for non-profits to reach citizens	35,000.
TOGETHER COLORADO 1980 DAHLIA ST DENVER, CO 80220-1239		Public charity	General Support	35,000.
BEND THE ARC-A JEWISH PARTNERSHIP FOR JUSTICE 395 Hudson St. #4 NEW YORK, NY 10001		Public charity	To build a network of Care Givers	30,000.
CEL EDUCATION FUND 2150 Allston Way Berkeley, CA 94704		Public charity	To improve workplace conditions through media platforms	25,000.
COMMUNITY PARTNERS 1000 North Alameda Street Suite 240 Los Angeles, CA 90012		Public charity	Los Angeles Black Worker Center	15,000.
FOOD CHAIN WORKERS ALLIANCE 1730 W Olympic Blvd #300 Los Angeles, CA 90015		Public charity	General Support	25,000.
GLOBAL WORKERS JUSTICE ALLIANCE 789 Washington Ave Brooklyn, NY 11238		Public charity	General Support	20,000.
Total from continuation sheets				

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
INTERFAITH WORKER JUSTICE 1020 W Bryn Mawr 4th fl Chicago, IL 60660		Public charity	General Support	30,000.
JOBS WITH JUSTICE EDUCATION FUND 1616 P Street NW Suite 150 Washington, DC 20036		Public charity	General Support	35,000.
JOBS WITH JUSTICE EDUCATION FUND 1616 P Street NW Suite 150 Washington, DC 20036		Public charity	To connect low wage worker networks	20,000.
MOVEMENT STRATEGY CENTER 3350 Brunell Dr Oakland, CA 94612		Public charity	To strengthen the black worker center network	21,800.
NATIONAL DAY LABORER ORGANIZINGNETWORK 675 PARK VIEW STREET SUITE B LOS ANGELES, CA 90057-3306		Public charity	General Support	35,000.
NATIONAL DOMESTIC WORKERS ALLIANCE INC 395 Hudson St. 4th Fl. New York, NY 10014		Public charity	General Support	35,000.
NATIONAL PEOPLES ACTION 810 N MILWAUKEE AVE CHICAGO, IL 60642-4103		Public charity	NPA's Worker Justice Program	30,000.
NEIGHBORHOOD FUNDERS GROUP 436 14th Street Suite 425 Oakland, CA 94612		Public charity	Black Worker Organizing Report	5,000.
NEIGHBORHOOD FUNDERS GROUP 436 14th Street Suite 425 Oakland, CA 94612		Public charity	General Support	15,000.
NEW ORLEANS WORKERS CENTER FOR RACIAL JUSTICE 217 N Prieur Street New Orleans, LA 70112		Public charity	General Support	35,000.
Total from continuation sheets				

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
RESTAURANT OPPORTUNITIES CENTERS ROC UNITED INC 271 seventh Ave #1703 New York, NY 10001		Public charity	General Support	70,000.
SOLIDAGO FOUNDATION 150 Main Street Suite 24 Northampton, MA 10060		Public charity	To build worker center and union collaboration through the LIFT Fund	30,000.
THE PARTNERSHIP FOR WORKING FAMILIES 900 Alice Street Suite 300 Oakland, CA 94607		Public charity	general support	35,000.
WAREHOUSE WORKERS JUSTICE CENTER 37 S. Ashland First Floor Chicago, IL 60607		Public charity	General Support	20,000.
WORKERS DEFENSE PROJECT INC 5604 Manor Rd Austin, TX 78723		Public charity	To research opportunities for worker's rights in the South	30,000.
CENTRO DE LOS DERECHOS DEL MIGRANTE INC 519 North Charles Street Suite 260 Baltimore, MD 21201		Public charity	General Support	60,000.
PROTEUS FUND 15 Research Drive Suite B Amherst, MA 10022		Public charity	2015-2016 Membership Dues	4,000.
JUST ASSOCIATES INC 2040 S St. NW 3rd Floor Washington, DC 20009		Public charity	Amplifying the Voice & Visibility of Indigenous & Rural Women Labor and Economic Justice	25,200.
MAQUILA SOLIDARITY NETWORK 606 Shaw Street Toronto, Ontario, CANADA		Foreign Entity	Promoting worker's rights and corporate accountability	15,000.
FUND FOR GLOBAL HUMAS RIGHTS 1666 Connecticut Ave NW Ste 410 WASHINGTON, DC 20009		Public charity	Supporting Frontline Human Rights Activism in Mexico	20,000.
Total from continuation sheets				

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
FUND FOR GLOBAL HUMAN RIGHTS 1666 Connecticut Ave NW Ste 410 Washington, DC 20009		Public charity	Providing Integral Defense of ESC Rights for Communities and Workers	70,000.
SOCIEDAD MEXICANA PRO DERECHOS DE LA MUJER, A.C. Fragonard 84 DF MEXICO 3730		Foreign Public Charity Equivalent	Strengthening Semillas' Labor Rights Program	35,000.
UE RESEARCH AND EDUCATIONAL FUND One Gateway Center Suite 1400 Pittsburgh, PA 15222-1416		Public charity	Support for organizing work in Guanajuato, Mexico	15,000.
ADVOCATES FOR YOUTH 2000 M Street NW Suite 750 Washington, DC 20036		Public charity	General Support	35,000.
COMMON COUNSEL FOUNDATION 405 Fourteenth Street Suite 809 Oakland, CA 94612		Public charity	To support the Bay Area Justice Funder's Network's purpose of building a stronger community of social	3,000.
COMMUNITY CATALYST INC 1 Federal Street 5th Floor Boston, MA 2110		Public charity	Securing the Promise of Health Reform for Women's Health	40,000.
FORWARD TOGETHER 1440 Broadway Suite 301 CA, CA 94612		Public charity	General Support	110,000.
HAMPSHIRE COLLEGE Civil Liberties and Public Policy Program 893 WEST ST AMHERST, MA 01002-3372		Public charity	Civil Liberties and Public Policy Program	35,000.
LAW STUDENTS FOR REPRODUCTIVE JUSTICE 1730 Franklin Street Suite 212 Oakland, CA 94612		Public charity	General support	17,000.
MS FOUNDATION FOR WOMEN INC 12 MetroTech Center 26th Floor Brooklyn, NY 11201		Public charity	General Support	20,000.
Total from continuation sheets				

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
NATIONAL ADVOCATES FOR PREGNANT WOMEN INC 875 6th Ave Ste 1807 New York, NY 10001		Public charity	General Operating Support	40,000.
NATIONAL HEALTH LAW PROGRAM INC 3701 Wilshire Blvd Ste 750 Los Angeles, CA 90010		Public charity	The Initiative to Promote Reproductive Health Access for Low-Income Women	25,000.
NATIONAL LATINA INSTITUTE FOR REPRODUCTIVE HEALTH 50 Broad Street Suite 1825 New York, NY 11361		Public charity	General Support	40,000.
NATIONAL NETWORK OF ABORTION FUNDS P.O. Box 170280 Boston, MA 2117		Public charity	NNAF Strategic Planning	15,000.
NEW VENTURE FUND 1201 Connecticut Ave NW Suite 300 Washington, DC 20036		Public charity	CoreAlign	35,000.
NEW VENTURE FUND 1201 Connecticut Ave NW Suite 300 Washington, DC 20036		Public charity	Groundswell Fund	130,000.
NEW VENTURE FUND 1201 Connecticut Ave NW Suite 300 Washington, DC 20036		Public charity	Supporting Reproductive Health Access for All Women	50,000.
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATIONAL FN 1413 K ST NW STE 1400 Washington, DC 20005		Public charity	General Support	40,000.
THE FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS INC PO Box 750 Rockville, MD 20848		Public charity	For the creation of the Rockwood Fellowship for Leaders in Reproductive Health, Rights and	40,000.
THE FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS INC PO Box 750 Rockville, MD 20848		Public charity	General Support	14,000.
Total from continuation sheets				

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
TIDES CENTER P.O. Box 29907 San Francisco, CA 94129		Public charity	Reproductive Justice for Asian American and Pacific Islander Women and Girls	40,000.
UNIVERSITY OF CHICAGO 5801 South Ellis Avenue Chicago, IL 60637		Public charity	Management training support for the Center for Interdisciplinary Inquiry and Innovation in Sexual and	2,000.
URGE UNITE FOR REPRODUCTIVE AND GENDER EQUITY 1317 F Street NW Suite 501 WASHINGTON, DC 20004		Public charity	General Support	40,000.
URGE UNITE FOR REPRODUCTIVE AND GENDER EQUITY 1317 F Street NW Suite 501 WASHINGTON, DC 20004		Public charity	Organizational Development and Coaching	9,600.
WESTERN STATES CENTER INC PO BOX 40305 Portland, OR 97240		Public charity	general support	35,000.
THE PRAXIS PROJECT INC 7731 Alaska Ave NW Washington, DC 20012		Public charity	BOLD	25,000.
CESAR A. ALVARADO 1141 S Birch Street #403 Glendale, CO 80246	None	Individual Award	Unrestricted Leadership Award	10,000.
COMPASS PO Box 336 Woody Creek, CO 81656		Public charity	General Support	5,000.
MARITZA ANAHI ARAIZA CAMBA PO Box 2424 Basalt, CO 81621	None	Individual Award	Unrestricted Leadership Award	10,000.
IOWA CITIZENS FOR COMMUNITY IMPROVEMENT 2001 FOREST AVE Des Moines, IA 50311		Public charity	New Jersey Resource Project	10,000.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)**Total from continuation sheets**

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
NEW ERA COLORADO FOUNDATION PO Box 181153 Denver, CO 80218		Public charity	General Support	35,000.
TOGETHER COLORADO 1980 DAHLIA ST DENVER, CO 80220-1239		Public charity	General Support	35,000.
JOBS WITH JUSTICE EDUCATION FUND 1616 P Street NW Suite 150 Washington, DC 20036		Public charity	General Support	35,000.
NATIONAL DOMESTIC WORKERS ALLIANCE INC 395 Hudson St. 4th Fl. New York, NY 10014		Public charity	General Support	35,000.
THE PARTNERSHIP FOR WORKING FAMILIES 900 Alice Street Suite 300 Oakland, CA 94607		Public charity	general support	35,000.
JUST ASSOCIATES INC 2040 S St. NW 3rd Floor Washington, DC 20009		Public charity	Amplifying the Voice & Visibility of Indigenous & Rural Women Labor and Economic Justice	15,000.
ADVOCATES FOR YOUTH 2000 M Street NW Suite 750 Washington, DC 20036		Public charity	General Support	35,000.
HAMPSHIRE COLLEGE Civil Liberties and Public Policy Program 893 WEST ST AMHERST, MA 01002-3372		Public charity	Civil Liberties and Public Policy Program	35,000.
NATIONAL ADVOCATES FOR PREGNANT WOMEN INC 875 6th Ave Ste 1807 New York, NY 10001		Public charity	General Operating Support	40,000.
NATIONAL NETWORK OF ABORTION FUNDS P.O. Box 170280 Boston, MA 2117		Public charity	NNAF Strategic Planning	10,000.
Total from continuation sheets				540,000.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (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
NEW VENTURE FUND 1201 Connecticut Ave NW Suite 300 Washington, DC 20036		Public charity	CoreAlign	35,000.
RELIGIOUS COALITION FOR REPRODUCTIVE CHOICE EDUCATIONAL FN 1413 K ST NW STE 1400 Washington, DC 20005		Public charity	General Support	40,000.
THE FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH AND RIGHTS INC PO Box 750 Rockville, MD 20848		Public charity	For the creation of the Rockwood Fellowship for Leaders in Reproductive Health, Rights and	80,000.
URGE UNITE FOR REPRODUCTIVE AND GENDER EQUITY 1317 F Street NW Suite 501 WASHINGTON, DC 20004		Public charity	General Support	40,000.
WESTERN STATES CENTER INC PO BOX 40305 Portland, OR 97240		Public charity	general support	35,000.
Total from continuation sheets				

Part XV | **Supplementary Information****3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution**

Name of Recipient - JUST ASSOCIATES INC

Amplifying the Voice & Visibility of Indigenous & Rural Women Labor and

Economic Justice Activists in Mexico

Name of Recipient - COMMON COUNSEL FOUNDATION

To support the Bay Area Justice Funder's Network's purpose of building

a stronger community of social justice funders

Name of Recipient - THE FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH

AND RIGHTS INC

For the creation of the Rockwood Fellowship for Leaders in Reproductive

Health, Rights and Justice

Name of Recipient - UNIVERSITY OF CHICAGO

Management training support for the Center for Interdisciplinary

Inquiry and Innovation in Sexual and Reproductive Health (Ci3) i

Part XV Supplementary Information**3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution**

Name of Recipient - JUST ASSOCIATES INC

Amplifying the Voice & Visibility of Indigenous & Rural Women Labor and

Economic Justice Activists in Mexico

Name of Recipient - THE FUNDERS NETWORK ON POPULATION REPRODUCTIVE HEALTH

AND RIGHTS INC

For the creation of the Rockwood Fellowship for Leaders in Reproductive

Health, Rights and Justice

GENERAL SERVICE FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly traded securities			
b BlackRock Strategic Income Fund			
c Claren Road			
d Community Capital			
e Silchester International Investors			
f Northsky Clean Tech Fund IV			
g Landmark Equity XV			
h Greenmont Capital			
i Golub Capital - Mezzanine			
j Commons Capital			
k Lyme Forest Fund III			
l Kayne Anderson Real Estate Partners III			
m SH Group			
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			2,209,254.
b			45,213.
c			164.
d			55,216.
e			554,602.
f			46,281.
g			41,952.
h			<5,553.>
i			23,305.
j			<23,367.>
k			1,172.
l			47,703.
m			29,106.
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,209,254.
b			45,213.
c			164.
d			55,216.
e			554,602.
f			46,281.
g			41,952.
h			<5,553.>
i			23,305.
j			<23,367.>
k			1,172.
l			47,703.
m			29,106.
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	3,025,048.
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

Form 990-PF	Other Income	Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
Income from pass-through entities UBTI reported on Form 990-T	672,453. <6,878.>	672,453. 0.	
Total to Form 990-PF, Part I, line 11	665,575.	672,453.	

Form 990-PF	Legal Fees	Statement	2	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Adler & Colvin	4,682.	0.		4,682.
Employers Council Services	6,038.	0.		6,038.
Flexmagic Consulting	495.	0.		495.
Perkins Cole LLC	332.	0.		332.
To Fm 990-PF, Pg 1, ln 16a	11,547.	0.		11,547.

Form 990-PF	Other Professional Fees		Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Carlson Beck, LLC	46,267.	0.		46,267.
Christalla Plati	84,000.	0.		84,000.
Keneta Anderson	29,381.	0.		29,381.
Big Tada Inc.	21,125.	0.		21,125.
Imprint Capital Advisors, LLC	35,000.	35,000.		0.
Mozaic, LLC	205,185.	205,185.		0.
Cascade Sierra Income Fund, LP	16,377.	16,377.		0.
Colony American Homes Holdings, LP	291.	291.		0.
Commons Capital Limited Partnership	1,114.	1,114.		0.
Elevor Equity Fund, LP	15,751.	15,751.		0.
GC 2009 Mezzanine Partners, L.P.	3,484.	3,484.		0.

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Greenmont Capital Partners	10,720.	10,720.	0.
Kayne Anderson Real Estate Partners	888.	888.	0.
Lyme Timber Forest Fund	8,471.	8,471.	0.
SH Group I, L.P. 2	588.	588.	0.
Silchester International Investors	85,847.	85,847.	0.
TPB ART Partners LP	22,492.	22,492.	0.
Capital Guardian Trust Company	8,113.	8,113.	0.
Eagle Capital Management	94,917.	94,917.	0.
Generation Investment Management	62,783.	62,783.	0.
State Street Bank	5,410.	5,410.	0.
Miscellaneous	7,994.	0.	7,994.
To Form 990-PF, Pg 1, ln 16c	766,198.	577,431.	188,767.

Form 990-PF	Taxes		Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise tax	8,393.	0.		0.
Foreign tax	21,020.	21,020.		0.
To Form 990-PF, Pg 1, ln 18	29,413.	21,020.		0.

Form 990-PF	Other Expenses		Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Staff development	38,633.	0.		38,633.
Business liability insurance	724.	0.		724.
Website development	11,469.	0.		11,469.
Miscellaneous	4,556.	0.		4,556.
To Form 990-PF, Pg 1, ln 23	55,382.	0.		55,382.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 6

Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
Furniture, equipment and leasehold improvements	143,624.	128,622.	15,002.	15,002.
To 990-PF, Part II, ln 14	143,624.	128,622.	15,002.	15,002.

Form 990-PF Corporate Stock Statement 7

Description	Book Value	Fair Market Value
Eagle Capital Management LLC	10,214,271.	10,214,271.
Total to Form 990-PF, Part II, line 10b	10,214,271.	10,214,271.

Form 990-PF Corporate Bonds Statement 8

Description	Book Value	Fair Market Value
BlackRock Str Inc Ops Fund	4,837,300.	4,837,300.
Total to Form 990-PF, Part II, line 10c	4,837,300.	4,837,300.

Form 990-PF Other Investments Statement 9

Description	Valuation Method	Book Value	Fair Market Value
Pershing Square International	FMV	159,179.	159,179.
Hirzel Capital Fund, LP	FMV	661,852.	661,852.
Generation IM	FMV	10,205,345.	10,205,345.
Silchester International Value Equity Trust	FMV	8,178,862.	8,178,862.
NZC Guggenheim Fund Limited	FMV	2,457,828.	2,457,828.
AG Mortgage Value Partners, Ltd	FMV	3,452,253.	3,452,253.
AG REDI, Ltd	FMV	4,495,278.	4,495,278.
Broad Based Consumer Credit Fund	FMV	2,554,422.	2,554,422.
Owl Creek Overseas Fund	FMV	3,160,034.	3,160,034.

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Brevit Direct Lending	FMV	2,070,624.	2,070,624.
Black Rock Value Credit Partners, LP	FMV	85,008.	85,008.
Cascade Sierra Income Fund	FMV	239,730.	239,730.
GC 2009 Mezzanine Partners LP	FMV	140,189.	140,189.
InSolve Global Credit Feed Fund, LP	FMV	487,816.	487,816.
InSolve Global Credit Feed Fund II, LP	FMV	823,912.	823,912.
DK LT Distressed Opp Fund II	FMV	923,768.	923,768.
AG DLI	FMV	291,033.	291,033.
North Sky Clean Tech Fund IV	FMV	901,667.	901,667.
North Sky Clean Tech Alliance	FMV	875,955.	875,955.
Commons Capital LP	FMV	537,396.	537,396.
Elevar Equity Fund II LP	FMV	1,092,303.	1,092,303.
SH Group I, LP	FMV	387,737.	387,737.
Greenmont Capital	FMV	401,610.	401,610.
TPB ART Partners LP	FMV	404,333.	404,333.
Landmark Equity XV	FMV	284,639.	284,639.
Colony American Holdings LP	FMV	798,300.	798,300.
Starwood Opp Fund IX	FMV	1,511,647.	1,511,647.
Starwood Opp Fund X	FMV	286,065.	286,065.
KA Real Estate Partners III	FMV	715,595.	715,595.
KA Real Estate Partners IV	FMV	342,284.	342,284.
Lyme Timber Fund III	FMV	617,519.	617,519.
Lyme Timber Fund IV	FMV	518,560.	518,560.
DK LT Distressed Opp Fund III	FMV	113,180.	113,180.
Total to Form 990-PF, Part II, line 13		50,175,923.	50,175,923.

Form 990-PF Part VIII - List of Officers, Directors Statement 10
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan	Expense Contrib	Account
Robin Snidow 557 North Mill Street, Suite 201 Aspen, CO 81611	Chair 15.00	0.	0.	0.	
Zoe Estrin 557 North Mill Street, Suite 201 Aspen, CO 81611	Vice Chair 1.00	0.	0.	0.	
Marcie J. Musser 557 North Mill Street, Suite 201 Aspen, CO 81611	Secretary 8.00	0.	0.	0.	
Griff Foxley 557 North Mill Street, Suite 201 Aspen, CO 81611	Treasurer 2.00	0.	0.	0.	
Eliot Estrin 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 1.00	0.	0.	0.	
Mary L. Estrin 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 20.00	0.	0.	0.	
Peter Halby 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 1.00	0.	0.	0.	
Will Halby 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 1.00	0.	0.	0.	
Robert Musser 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 6.00	0.	0.	0.	
Robby Rodriguez 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 1.00	0.	0.	0.	
Sarita Gupta 557 North Mill Street, Suite 201 Aspen, CO 81611	Trustee 1.00	0.	0.	0.	

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Jesse Estrin
557 North Mill Street, Suite 201
Aspen, CO 81611

Trustee

1.00

0.

0.

0.

Dimple Abichandani
557 North Mill Street, Suite 201
Aspen, CO 81611

Executive Director

40.00

64,976.

0.

0.

William M. Repplinger
557 North Mill Street, Suite 201
Aspen, CO 81611

Chief Financial Officer

35.00

124,600.

27,345.

0.

Totals included on 990-PF, Page 6, Part VIII

189,576.

27,345.

0.

Form 990-PF	Expenditure Responsibility Statement	Statement	11
	Part VII-B, Line 5c		

Grantee's Name

Maquila Solidarity Network Popular Education Research Group

Grantee's Address606 Shaw Street
Toronto, Ontario, CANADA, M6G 3L6

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>
15,000.	05/17/15	15,000.

Purpose of Grant

Promoting workers' rights and corporate accountability.

Dates of Reports by Grantee

Report is not yet due.

Any Diversion by Grantee

To our knowledge, the grantee has not diverted any portion of the funds.

Results of Verification

An independent verification has not been performed as the grant period has not yet expired.

Form 990-PF	Grant Application Submission Information Part XV, Lines 2a through 2d	Statement 12
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Name and Address of Person to Whom Applications Should be Submitted

Elaine Mui
557 North Mill Street, Ste. 201
Aspen, CO 81611

<u>Telephone Number</u>	<u>Name of Grant Program</u>
970-920-6834	All grant programs.

Form and Content of Applications

Grant requests are submitted via the internet at: www.generalservice.org.

Any Submission Deadlines

Spring grant cycle: February 1, Fall grant cycle: September 1.

Restrictions and Limitations on Awards

GSF grants in three program areas: 1) Human Rights and Economic Justice, 2) Reproductive Justice and 3) Colorado Civic Engagement Program. Please refer to the website www.generalservice.org for a detailed description of guidelines and criteria.