Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning , and ending

Name of foundation The Precourt Foundation	A Employer identification number 76-0430659
Number and street (or P O box number if mail is not delivered to street address) / Room/suite 887 Lake Creek Road	B Telephone number (970)926-1329
City or town, state or province, country, and ZIP or foreign postal code Edwards, CO 81632	C If exemption application is pending, check here ▶ ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change	D 1. Foreign organizations, check here ▶ ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 38,746,008. J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	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	89,147.	86,968.		Statement 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	572,709.			
	b Gross sales price for all assets on line 6a 1,184,065.				
	7 Capital gain net income (from Part IV, line 2)		572,709.		
	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	5,506.	5,506.		Statement 2
	12 **Total.** Add lines 1 through 11	667,362.	665,183.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees Stmt 3	12,270.	12,270.		0.
	b Accounting fees Stmt 4	26,450.	26,450.		0.
	c Other professional fees Stmt 5	4,691.	4,691.		0.
	17 Interest				
	18 Taxes Stmt 6	1,637.	1,637.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses Stmt 7	50,825.	50,825.		0.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	95,873.	95,873.		0.
	25 Contributions, gifts, grants paid	2,507,238.			2,507,238.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,603,111.	95,873.		2,507,238.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<1,935,749.>			
	b **Net investment income** (if negative, enter -0-)		569,310.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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11041006 783174 PRECOURTFDTN 2015.04020 The Precourt Foundation PRECOUR1

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	2,705,523.	433,965.	433,965.
	3 Accounts receivable ▶ 68,270.			
	Less: allowance for doubtful accounts ▶	532,363.	68,270.	68,270.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	20,609,113.	21,166,171.	38,243,773.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	23,846,999.	21,668,406.	38,746,008.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	3,162,371.	3,162,371.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	20,684,628.	18,506,035.	
	30 **Total net assets or fund balances**	23,846,999.	21,668,406.	
	31 **Total liabilities and net assets/fund balances**	23,846,999.	21,668,406.	

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	23,846,999.
2 Enter amount from Part I, line 27a	2	<1,935,749.>
3 Other increases not included in line 2 (itemize) ▶ See Statement 8	3	91,035.
4 Add lines 1, 2, and 3	4	22,002,285.
5 Decreases not included in line 2 (itemize) ▶ See Statement 9	5	333,879.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,668,406.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	1,184,065.		611,356.	572,709.

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				572,709.

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	572,709.
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	1,249,655.	41,175,166.	.030350
2013	1,094,009.	38,084,117.	.028726
2012	965,050.	34,560,853.	.027923
2011	709,060.	32,789,521.	.021625
2010	5,726,889.	33,726,992.	.169801

2 **Total** of line 1, column (d)	2	.278425
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	.055685
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	40,831,208.
5 Multiply line 4 by line 3	5	2,273,686.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	5,693.
7 Add lines 5 and 6	7	2,279,379.
8 Enter qualifying distributions from Part XII, line 4	8	2,507,238.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b			1	5,693.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			2	0.
3 Add lines 1 and 2			3	5,693.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	5,693.
6 Credits/Payments:				
a 2015 estimated tax payments and 2014 overpayment credited to 2015	6a	20,370.		
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	20,370.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	14,677.
11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶		14,677. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX,CO			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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) Statement 11 Stmt 12	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ Chris Todd Telephone no. ▶ (970)926-1329

Located at ▶ 887 Lake Creek Road, Edwards, CO ZIP+4 ▶ 81632

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Jay A. Precourt 887 Lake Creek Road Edwards, CO 81632	Trustee 1.00	0.	0.	0.
Amanda J. Precourt 887 Lake Creek Road Edwards, CO 81632	Trustee 1.00	0.	0.	0.
Jay Anthony Precourt, Jr. 887 Lake Creek Road Edwards, CO 81632	Trustee 1.00	0.	0.	0.

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

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

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

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	6,916,575.
b	Average of monthly cash balances		1b	1,276,236.
c	Fair market value of all other assets		1c	33,260,192.
d	**Total** (add lines 1a, b, and c)		1d	41,453,003.
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	41,453,003.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	621,795.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	40,831,208.
6	**Minimum investment return.** Enter 5% of line 5		6	2,041,560.

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	2,041,560.
2a	Tax on investment income for 2015 from Part VI, line 5	2a 5,693.		
b	Income tax for 2015. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	5,693.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,035,867.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	2,035,867.
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	2,035,867.

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	2,507,238.
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	2,507,238.
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	5,693.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,501,545.

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				2,035,867.
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 3,283,159.				
b From 2011				
c From 2012				
d From 2013				
e From 2014				
f **Total** of lines 3a through e	3,283,159.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 2,507,238.				
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				2,035,867.
e Remaining amount distributed out of corpus	471,371.			
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	3,754,530.			
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	3,283,159.			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	471,371.			
10 Analysis of line 9:				
a Excess from 2011				
b Excess from 2012				
c Excess from 2013				
d Excess from 2014				
e Excess from 2015 471,371.				

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 ▶

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

	Tax year	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

See Statement 13

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:

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				
Columbus Blue Jackets Foundation 200 West Nationwide Boulevard Columbus, OH 43215	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Venture Fund at DonorsTrust 1800 Diagonal Road, Suite 280 Alexandria, VA 22314	N/A	Public Charity	501(c)(3) qualified organization	10,000.
ABC Foundation 1828 L Street, NW, Suite 908 Washington, DC 20036-5114	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Amos Tuck School, Dartmouth College 100 Tuck Hall Hanover, NH 03755	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Betty Ford Alpine Gardens 183 Gore Creek Drive Vail, CO 81657	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Total See continuation sheet(s)			▶ 3a	2,507,238.
b Approved for future payment				
None				
Total			▶ 3b	0.

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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					89,147.
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					5,506.
8 Gain or (loss) from sales of assets other than inventory					572,709.
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.		0.	667,362.
13 **Total.** Add line 12, columns (b), (d), and (e)				13	667,362.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee — Date 10/12/16 — Title Trustee

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Stephen D. Elliott	Stephen D. Elliott CPA	10/6/16		P01227239

Firm's name ▶ Stephen D. Elliott CPA — Firm's EIN ▶

Firm's address ▶ 5400 Ward Rd, Bldg 2, Ste 200B Arvada, CO 80002 — Phone no. 303-893-2611

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	Enterprise Products Partners LP	P	Various	12/31/15
b	Newport Asia Institutional Fund LP	P	Various	12/31/15
c	Newport Asia Institutional Fund LP	P	Various	12/31/15
d	Northern Trust Account 26-02504	P	Various	12/31/15
e	8500 Exxon Mobil Corp	P	08/09/11	09/17/15
f	Fundamental Partners (Tax-Exempt) LP	P	Various	12/31/15
g	Welsh, Carson, Anderson & Stowe XI, LP	P	Various	12/31/15
h	WCAS XI-GC,LP	P	Various	12/31/15
i	AIF V Private Investors, LLC	P	Various	12/31/15
j	Stepstone International Investors III LP	P	Various	12/31/15
k	Stepstone International Investors III LP	P	Various	12/31/15
l	GS Mezzanine V	P	Various	12/31/15
m	Marathon Special Opportunity	P	Various	12/31/15
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	2,763.			2,763.
b			3,904.	<3,904.>
c	25,823.			25,823.
d	218,274.			218,274.
e	636,971.		604,926.	32,045.
f			2,499.	<2,499.>
g	87,753.			87,753.
h	2,074.			2,074.
i	8.			8.
j			27.	<27.>
k	11,657.			11,657.
l	194,974.			194,974.
m	3,768.			3,768.
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				2,763.
b				<3,904.>
c				25,823.
d				218,274.
e				32,045.
f				<2,499.>
g				87,753.
h				2,074.
i				8.
j				<27.>
k				11,657.
l				194,974.
m				3,768.
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	572,709.
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

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04-01-15

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
Boy Scouts of America - Denver Area Council 10455 W 6th Ave Ste 100 Denver, CO 80215-5633	N/A	Public Charity	501(c)(3) qualified organization	2,500.
Colorado Ski Museum S Frontage Road East Vail, CO 81657	N/A	Public Charity	501(c)(3) qualified organization	2,300.
Bravo! Vail Valley Music Festival P.O. Box 2270 1093 Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	15,000.
California Academy of Sciences 55 Music Concourse Drive San Francisco, CA 94118	N/A	Public Charity	501(c)(3) qualified organization	2,221.
California Waterfowl Association 4630 Northgate Blvd., Suite 150 Sacramento, CA 95834	N/A	Public Charity	501(c)(3) qualified organization	500.
Chris Anthony Youth Initiative Project PO Box 778 Edwards, CO 81632	N/A	Public Charity	501(c)(3) qualified organization	1,000.
Columbus Partnership 150 South Front Street #200 Columbus, OH 43215	N/A	Public Charity	501(c)(3) qualified organization	50,000.
Crew Soccer Foundation One Black & Gold Blvd Columbus, OH 43211	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Cycle Effect 35 Stonegate Circle Edwards, CO 81632	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Cystinosis Research Network 302 Whytegate Ct Lake Forest, IL 60045	N/A	Public Charity	501(c)(3) qualified organization	7,500.
Total from continuation sheets				2,477,238.

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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
Denver Art Museum 100 W. 14th Avenue Parkway Denver, CO 80204	N/A	Public Charity	501(c)(3) qualified organization	14,000.
Denver Botanic Gardens 909 York Street Denver, CO 80206	N/A	Public Charity	501(c)(3) qualified organization	1,250.
Duck's Unlimited P.O. Box 2433 Fraser, CO 80422	N/A	Public Charity	501(c)(3) qualified organization	1,000.
Equine Partnership Program at Haven Farms 13201 NE 72nd Avenue Vancover, WA 98686	N/A	Public Charity	501(c)(3) qualified organization	8,000.
Eagle Valley Land Trust 0300 First Street Gypsum, CO 81637	N/A	Public Charity	501(c)(3) qualified organization	15,000.
Education Foundation of Eagle County P.O. Box 18533 Avon, CO 81620	N/A	Public Charity	501(c)(3) qualified organization	2,395.
Feagin Leadership Program - Duke University Duke University Medical Center Durham, NC 27701	N/A	Public Charity	501(c)(3) qualified organization	5,000.
First Descents P.O. Box 2193 Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	39,375.
Friends of Bear River Refuge 2155 West Forest Street Brigham City, UT 84302	N/A	Public Charity	501(c)(3) qualified organization	200.
Graland Country Day School 30 Birch Street Denver, CO 80220	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Total from continuation sheets				

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04-01-15

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
Habitat for Humanity 121 Habitat St. Americus, GA 31709-3498	N/A	Public Charity	501(c)(3) qualified organization	29,300.
Harvard Business School Solders Field Boston, MA 02163	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Heart of the Mountains Volunteer Hospice P.O. Box 140 Hot Sulphur Springs, CO 80451	N/A	Public Charity	501(c)(3) qualified organization	500.
Hillsborough Beautification Foundation 1600 Floribunda Avenue Hillsborough, CA 94010	N/A	Public Charity	501(c)(3) qualified organization	1,500.
Hoover Institution 326 Galvez Street Stanford, CA 94305-6105	N/A	Public Charity	501(c)(3) qualified organization	110,000.
Hospice of Metro Denver 501 S. Cherry Street, Ste. 700 Denver, CO 80246	N/A	Public Charity	501(c)(3) qualified organization	2,500.
Independent Women's Forum 1875 I Street,NW, Suite 500 Washington, DC 20006	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Lindenwood University 209 S. Kingshighway St Charles, MO 63301	N/A	Public Charity	501(c)(3) qualified organization	1,000.
Lindsey Vonn Foundation P.O. Box 4758 Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	7,000.
San Francisco Symphony 201 Van Ness Avenue San Francisco, CA 94102	N/A	Public Charity	501(c)(3) qualified organization	6,150.
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
Mountain Valley Horse Rescue PO Box 1681 Eagle, CO 81631	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Museum of Contemporary Art 1485 Delgany St Denver, CO 80202	N/A	Public Charity	501(c)(3) qualified organization	9,200.
Nationwide Children's Hospital Foundation 13123 East 16th Ave Box 045 Aurora, CO 80045	N/A	Public Charity	501(c)(3) qualified organization	6,500.
Parca Auxiliary P.O. Box 1872 Burlingame, CA 94011	N/A	Public Charity	501(c)(3) qualified organization	<270.>
Peace Inc. 505 N Tomahawk Is Dr Portland, OR 97217	N/A	Public Charity	501(c)(3) qualified organization	20,000.
Pepperdine Universtiy 24255 Pacific Coast Highway, TAC 3rd Floor Malibu, CA 90263	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Phillips Academy 180 Main Street Andover, MA 01810	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Rocky Mountain Horse Rescue 190 Alkire Street Arvada, CO 80005	N/A	Public Charity	501(c)(3) qualified organization	2,500.
Royal African Foundation 473 12th Avenue Salt Lake City, UT 84103	N/A	Public Charity	501(c)(3) qualified organization	3,000.
Speak Up Reach Out C/O Corey Lamothe, 242 E. Meadow Drive, Suite D Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	1,000.
Total from continuation sheets				

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04-01-15

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
Special Olympics 410 17th Street, Suite 200 Denver, CO 80202	N/A	Public Charity	501(c)(3) qualified organization	2,500.
Stanford University 326 Galvez Street Stanford, CA 94305-6105	N/A	Public Charity	501(c)(3) qualified organization	17,000.
Steadman Philippon Research Institute 181 W. Meadow Drive, Suite 1000 Vail, CO 81657	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Teach for America 101 New Montgomery Street, 5th Floor San Francisco, CA 94105	N/A	Public Charity	501(c)(3) qualified organization	1,000.
The Day School Foundation 204 East Second Avenue, #732 San Mateo, CA 94401	N/A	Public Charity	501(c)(3) qualified organization	15,000.
The Taft Annual Fund 110 Woodbury Road Watertown, CT 06795	N/A	Public Charity	501(c)(3) qualified organization	10,000.
The Womens' Foundation of Colorado 1901 East Asbury Avenue Denver, CO 80208	N/A	Public Charity	501(c)(3) qualified organization	7,500.
The Youth Foundation P.O. Box 2761 Edwards, CO 81632	N/A	Public Charity	501(c)(3) qualified organization	24,200.
Troublesome Horse Rescue and Rehabilitation Inc 1049 County Road 2201 Kremmling, CO 80459	N/A	Public Charity	501(c)(3) qualified organization	2,500.
Trout Unlimited 1300 North 17th Street, Suite 500 Arlington, VA 22209	N/A	Public Charity	501(c)(3) qualified organization	10,000.
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
U.S. Soccer Foundation 1211 Connecticut Ave NW #500 Washington, DC 20036	N/A	Public Charity	501(c)(3) qualified organization	5,000.
University High School Foundation & Alumni Association P.O. Box 12548 Tucson, AZ 85711	N/A	Public Charity	501(c)(3) qualified organization	5,000.
University of Colorado 4740 Walnut Street Boulder, CO 80301	N/A	Public Charity	501(c)(3) qualified organizstion	62,500.
Upper Colorado River Alliance - The Denver Foundation 55 Madison Street Denver, CO 80206	N/A	Public Charity	501(c)(3) qualified organization	5,000.
Vail Valley Foundation P.O. Box 309 Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	342,417.
Vail Valley Medical Center 322 Beard Creek Road Edwards, CO 81632	N/A	Public Charity	501(c)(3) qualified organization	1,515,500.
Vail Veterans Foundation P.O. Box 6473 Vail, CO 81658	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Walking Mountains Annual Fund 318 Walking Mountains Lane Avon, CO 81620	N/A	Public Charity	501(c)(3) qualified organization	10,000.
Total from continuation sheets				

Form 990-PF	Dividends and Interest from Securities	Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Enterprise Products Partners LP	150.	0.	150.	150.	
Fundamental Partners (Tax-Exempt) LP	14,877.	0.	14,877.	14,877.	
Fundamental Partners (Tax-Exempt) LP	2,179.	0.	2,179.	0.	
Goldman Sachs & CO	4.	0.	4.	4.	
J.P Morgan	60.	0.	60.	60.	
Newport Asia Institutional Fund LP	28,130.	0.	28,130.	28,130.	
Northern Trust #26-02504	35,423.	0.	35,423.	35,423.	
Stepstone Investors III, LP	2,433.	0.	2,433.	2,433.	
Targa Resources Partners LP	2,834.	0.	2,834.	2,834.	
Welsh, Carson, Anderson & Stowe XI, LP	3,057.	0.	3,057.	3,057.	
To Part I, line 4	89,147.	0.	89,147.	86,968.	

Form 990-PF	Other Income	Statement 2

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
Fundamental Partners (Tax-Exempt) LP	5,886.	5,886.	
Stepstone Investors III, LP	<569.>	<569.>	
Welsh, Carson, Anderson & Stowe XI, LP	12.	12.	
AIF V Private Investors LLC	177.	177.	
Total to Form 990-PF, Part I, line 11	5,506.	5,506.	

Form 990-PF — Legal Fees — Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Holland & Hart LLP - Legal	12,270.	12,270.		0.
To Fm 990-PF, Pg 1, ln 16a	12,270.	12,270.		0.

Form 990-PF — Accounting Fees — Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Stephen D. Elliott CPA - accountant	26,450.	26,450.		0.
To Form 990-PF, Pg 1, ln 16b	26,450.	26,450.		0.

Form 990-PF — Other Professional Fees — Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
The Northern Trust Fiduciary Fees	4,593.	4,593.		0.
Morgan Stanley Service Charge	98.	98.		0.
To Form 990-PF, Pg 1, ln 16c	4,691.	4,691.		0.

Form 990-PF	Taxes	Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign Taxes - Newport Asia Institutional Fund LP	1,637.	1,637.		0.
To Form 990-PF, Pg 1, ln 18	1,637.	1,637.		0.

Form 990-PF	Other Expenses	Statement 7

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Portfolio deductions from Schedule K-1 of AIF V Private Investors LLC	261.	261.		0.
Portfolio deductions from Schedule K-1 of Newport Asia Institutional Fund LP	26,536.	26,536.		0.
Portfolio deductions from Stepstone International Investors III, LP	7,375.	7,375.		0.
Portfolio deductions from Fundamental Partners LP	12,919.	12,919.		0.
Portfolio deductions from Welsh, Carson, Anderson & Stowe XI, LP	1,966.	1,966.		0.
Portfolio deductions from WCAS XI-GC,LP	105.	105.		0.
Cash Translation Losses - Stepstone International Investors III , LP	547.	547.		0.
Supplies	182.	182.		0.
Portfolio deductions from WCAS XI-AIM,LP	934.	934.		0.
To Form 990-PF, Pg 1, ln 23	50,825.	50,825.		0.

Form 990-PF Other Increases in Net Assets or Fund Balances Statement 8

Description	Amount
Nondeductible taxable loss - Enterprise Products Partners LP	60,839.
Nondeductible taxable loss - Targa Resources Partners LP	5,843.
Unrealized income - Fundamental Partners LP	15,630.
Unrealized Income - Welsh, Carson, Anderson & Stowe XI, L.P.	8,723.
Total to Form 990-PF, Part III, line 3	91,035.

Form 990-PF Other Decreases in Net Assets or Fund Balances Statement 9

Description	Amount
Unrealized income - Newport Asia Institutional Fund LP	108,561.
Unrealized losses - Greenpark International Investors III, LP	1,035.
Unrealized income - AIF V Private Investors LLC	4,954.
Federal Income Tax Expense	9,329.
Contribution to the Vail Global Energy Forum Foundation	210,000.
Total to Form 990-PF, Part III, line 5	333,879.

Form 990-PF Other Investments Statement 10

Description	Valuation Method	Book Value	Fair Market Value
AIF Private Investors LP	COST	12,892.	9,523.
Arrowpoint	COST	1,000,000.	1,413,774.
Coatue	COST	1,500,000.	1,834,054.
Convexity Capital	COST	2,729,859.	8,807,565.
Eton Park Overseas	COST	81,451.	1,797,366.
Fundamental Partners LP	COST	447,759.	447,564.
KKR European III	COST	735,144.	1,714,817.
Newport Asia	COST	1,521,628.	1,521,628.
Sandstone	COST	160,940.	16,842.
Steadfast	COST	2,000,000.	2,841,002.
Stepstone II & III SPV	COST	190,086.	235,958.
Stocks & Other Investments held in account at The Northern Trust Company	COST	2,575,636.	5,388,519.
Two Sigma Spectrum	COST	3,000,000.	7,086,109.
WCAS XI	COST	710,776.	710,776.
White Elm	COST	2,000,000.	1,965,653.

GS Mezz V	COST	0.	136,059.
Marathon Special Oppor	COST	0.	83,255.
ValueAct.	COST	2,500,000.	2,233,309.
Total to Form 990-PF, Part II, line 13		21,166,171.	38,243,773.

Form 990-PF — Transfers to Controlled Entities — Statement 11
Part VII-A, Line 11

Name of Controlled Entity	Employer ID No
Vail Global Energy Forum Foundation	47-4311752

Address

887 Lake Creek Road
Edwards, CO 81632

Description of Transfer

Contributions to support the Vail Global Energy Forum Foundation with its annual educational forum.

	Amount of Transfer
	210,000.
Total Amount of Transfers to Controlled Entities	210,000.

Form 990-PF | List of Controlled Entities Part VII-A, Line 11 | Statement 12

Name of Controlled Entity	Employer ID No
Vail Global Energy Forum Foundation	47-4311752

Address

Excess Business Holding [ ] Yes [X] No

887 Lake Creek Road
Edwards, CO 81632

Form 990-PF | Part XV - Line 1a List of Foundation Managers | Statement 13

Name of Manager

Jay A. Precourt
Amanda J. Precourt
Jay Anthony Precourt, Jr.