efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491130023957

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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2016

Open to Public Inspection

For calendar year 2016, or tax year beginning 01-01-2016 , and ending 12-31-2016

Name of foundation
DWB FAMILY FOUNDATION

% NORTHERN TRUST

A Employer identification number
45-3942962

Number and street (or P O box number if mail is not delivered to street address) Room/suite
1401 LAWRENCE STREET Suite 1500

B Telephone number (see instructions)
(303) 335-1401

City or town, state or province, country, and ZIP or foreign postal code
DENVER, CO 80202

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ 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)*▶$ 5,211,115

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify)
(Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	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	165,248	165,248		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	58,573			
	b	Gross sales price for all assets on line 6a 873,382				
	7	Capital gain net income (from Part IV, line 2)		58,573		
	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) (attach schedule)				
	11	Other income (attach schedule)	819			
	12	**Total.** Add lines 1 through 11	224,640	223,821		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,000	2,250	0	750
	c	Other professional fees (attach schedule)	19,548	14,661		4,887
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,898	1,898		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	24,446	18,809	0	5,637
	25	Contributions, gifts, grants paid	230,000			230,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	254,446	18,809	0	235,637
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-29,806			
	b	**Net investment income** (if negative, enter -0-)		205,012		
	c	**Adjusted net income**(if negative, enter -0-)				

Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	52,504	76,893	76,901
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	3,415,690	3,345,265	4,020,546
	c Investments—corporate bonds (attach schedule)	911,026	927,614	912,638
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	207,703	207,345	201,030
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	4,586,923	4,557,117	5,211,115
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 (attach schedule)			
	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	4,586,923	4,557,117	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances** (see instructions)	4,586,923	4,557,117	
	31 **Total liabilities and net assets/fund balances** (see instructions)	4,586,923	4,557,117	

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	4,586,923
2	Enter amount from Part I, line 27a	2	-29,806
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,557,117
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,557,117

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	See Additional Data Table			
b				
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	See Additional Data Table			
b				
c				
d				
e				

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

	(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	See Additional Data Table			
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 58,573

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

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2015	278,530	5,330,250	0 052255
2014	260,000	5,426,410	0 047914
2013	270,200	5,181,208	0 05215
2012	250,000	4,879,742	0 051232
2011	250,000	4,678,750	0 053433

2	**Total** of line 1, column (d)	2	0 256984
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . .	3	0 051397
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5 . . .	4	5,099,142
5	Multiply line 4 by line 3 . . .	5	262,081
6	Enter 1% of net investment income (1% of Part I, line 27b) . . .	6	2,050
7	Add lines 5 and 6 . . .	7	264,131
8	Enter qualifying distributions from Part XII, line 4 . . .	8	235,637

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	4,100
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	
3	Add lines 1 and 2			3	4,100
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	4,100
6	Credits/Payments				
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,832		
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	3,832
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	268
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2017 estimated tax** ▶	**Refunded** ▶		11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

Part VII-A Statements Regarding Activities (continued)

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

Website address ▶

14 The books are in care of ▶NORTHERN TRUST Telephone no ▶(303) 335-1401

Located at ▶1401 LAWRENCE STREET SUITE 1500 DENVER CO ZIP+4 ▶80202

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

		Line	Yes	No
16	At any time during calendar year 2016, 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☑ 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)?		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 2016?.		1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016?.	☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) .		2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?.	☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2016 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 2016).*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?		4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?. ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?. ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?. ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d)			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?. ☐ Yes ☐ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?.	**6b**		
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		No

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

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

(a) Name and address	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
LOUANN BENBOW 1401 LAWRENCE STREET DENVER, CO 80202	PRESIDENT 0	0	0	0
BRIAN BENBOW 1401 LAWRENCE STREET DENVER, CO 80202	VICE PRESIDENT 0	0	0	0
NATALIE BAKER 1401 LAWRENCE STREET DENVER, CO 80202	SECRETARY/TREASURER 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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

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

Part IX-B **Summary of Program-Related Investments** (see instructions)

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

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	5,083,096
b	Average of monthly cash balances.	1b	93,698
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	5,176,794
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). **1e**		
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,176,794
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	77,652
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,099,142
6	**Minimum investment return.** Enter 5% of line 5.	6	254,957

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	254,957
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	4,100		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	4,100
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	250,857
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	250,857
6	Deduction from distributable amount (see instructions).			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.			7	250,857

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	235,637
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	235,637
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4.	6	235,637

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7					250,857
2 Undistributed income, if any, as of the end of 2016					
a Enter amount for 2015 only.				0	
b Total for prior years 2014 , 2013 , 2012			0		
3 Excess distributions carryover, if any, to 2016					
a From 2011.	10,944				
b From 2012.	9,017				
c From 2013.	15,475				
d From 2014.					
e From 2015.	16,833				
f Total of lines 3a through e.		52,269			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 235,637					
a Applied to 2015, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2016 distributable amount.					235,637
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2016 *(If an amount appears in column (d), the same amount must be shown in column (a))*		15,220			15,220
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		37,049			
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017					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)					
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions) . . .					
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a		37,049			
10 Analysis of line 9					
a Excess from 2012. . . .	4,741				
b Excess from 2013. . . .	15,475				
c Excess from 2014. . . .					
d Excess from 2015. . . .	16,833				
e Excess from 2016. . . .					

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	
2a 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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email 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* See Additional Data Table				
Total . . . . ▶ **3a**				230,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	165,248	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	58,573	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OTHER INVESTMENT INCOME			14	185	
b OTHER INVESTMENT INCOME			14	634	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				224,640	

13 Total. Add line 12, columns (b), (d), and (e). 13 224,640

(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) (See instructions)

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)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

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

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

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

******	2017-05-10	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JOANNE P MATHISEN				P00181586
Firm's name ▶ MARRS SEVIER & COMPANY LLC				Firm's EIN ▶
Firm's address ▶ 230 SOUTH HOLLAND STREET LAKEWOOD, CO 80226				Phone no (303) 922-6654

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

(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)
6 RMR GROUP INC CL		2015-12-15	2016-01-14
966 BIOMED RLTY TR INC MERGER		2015-03-26	2016-01-28
170 FOUR CORNERS PPTY TR			2016-02-02
360 MATSON INC COM			2016-03-09
0 33 FOUR CORNERS PPTY TR		2016-02-22	2016-03-11
62 FOUR CORNERS PPTY TR		2016-02-22	2016-03-14
82 EXELON CORP		2015-09-28	2015-05-10
27 KIMBERLY CLARK CORP		2015-09-25	2015-05-10
54 WASTE MGMT INC DEL		2015-10-06	2015-05-10
166 AGL RES INC			2016-06-08

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
120		71	49
23,014		21,406	1,608
2,856		3,759	-903
13,635		13,390	245
6		5	1
1,106		1,007	99
2,888		2,440	448
3,484		2,938	546
3,304		2,780	524
10,928		10,114	814

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			49
			1,608
			-903
			245
			1
			99
			448
			546
			524
			814

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

(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)
610 ACTIVISION BLIZZARD			2016-06-29
1037 EXELON CORP			2016-06-29
1143 EMC CORP			2016-09-07
87 DR PEPPER SNAPPLE		2015-12-16	2016-09-29
14 VERIZON COMM		2016-03-09	2016-09-29
23 AT&T INC		2016-09-29	2016-11-03
9 BEST BUY INC		2016-09-29	2016-11-03
13 CARE CAP PPTYS		2016-06-29	2016-11-03
13 CISCO SYS INC		2016-06-29	2016-11-03
12 CROWN CASTLE INTL		2016-02-02	2016-11-03

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
22,994		19,611	3,383
36,129		30,711	5,418
33,502		27,166	6,336
7,936		8,192	-256
733		741	-8
844		943	-99
344		342	2
316		340	-24
393		365	28
1,054		1,032	22

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3,383
			5,418
			6,336
			-256
			-8
			-99
			2
			-24
			28
			22

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

(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)
4 DR PEPPER SNAPPLE		2015-12-16	2016-11-03
18 EXXON MOBIL CORP		2016-06-29	2016-11-03
81 GENERAL ELECTRIC		2016-06-29	2016-11-03
41 HP INC		2016-09-29	2016-11-03
7 HELMERICH & PAYNE		2016-06-29	2016-11-03
3 IBM		2016-06-29	2016-11-03
13 JOHNSON & JOHNSON		2016-06-29	2016-11-03
5 MASTERCARD INC		2016-09-29	2016-11-03
28 MATTEL INC		2016-03-09	2016-11-03
26 PLAINS GP HLDGS		2016-09-29	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
347		377	-30
1,500		1,665	-165
2,290		2,465	-175
596		637	-41
436		464	-28
456		441	15
1,495		1,542	-47
520		510	10
846		917	-71
305		339	-34

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-30
			-165
			-175
			-41
			-28
			15
			-47
			10
			-71
			-34

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

(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)
11 PROCTER & GAMBLE		2016-09-29	2016-11-03
18 QUALCOMM INC			2016-11-03
37 STAPLES INC		2016-09-29	2016-11-03
15 VALERO ENERGY		2016-03-09	2016-11-03
82 VERIZON COMM		2016-03-09	2016-11-03
7 WALMART STORES		2016-06-29	2016-11-03
5 MEDTRONIC PLC COMMON		2016-09-29	2016-11-03
8 TE CONNECTIVITY		2016-09-29	2016-11-03
9 LYONDELLBASELL IND		2016-09-29	2016-11-03
12293 6 MFB NORTHERN FUNDS			2016-03-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
954		969	-15
1,195		1,029	166
270		315	-45
866		961	-95
3,847		4,340	-493
488		506	-18
407		429	-22
501		512	-11
703		729	-26
130,681		133,409	-2,728

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-15
			166
			-45
			-95
			-493
			-18
			-22
			-11
			-26
			-2,728

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

(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)
441 ARCHER DANIELS MIDLAND		2013-12-23	2016-03-09
11 BLACKROCK INC		2012-01-10	2016-03-09
587 CVR ENERGY INC			2016-03-09
1508 CONOCOPHILLIPS			2016-03-09
147 M & T BK CORP		2012-01-10	2016-03-09
418 AGL RES INC		2015-03-26	2016-06-08
3 COMPUTER PROGRAMS & SYS		2014-07-03	2016-06-21
85 COMPUTER PROGRAMS & SYS			2016-06-22
161 COMPUTER PROGRAMS & SYS		2014-07-07	2016-06-23
58 COMPUTER PROGRAMS & SYS			2016-06-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,916		19,042	-3,126
3,537		2,017	1,520
14,084		26,347	-12,263
58,521		95,319	-36,798
15,882		11,812	4,070
27,518		20,422	7,096
117		198	-81
3,237		5,594	-2,357
6,221		10,544	-4,323
2,190		3,797	-1,607

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,126
			1,520
			-12,263
			-36,798
			4,070
			7,096
			-81
			-2,357
			-4,323
			-1,607

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

(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)
104 COMPUTER PROGRAMS & SYS		2014-07-02	2016-06-27
343 ALTRIA GROUP INC			2016-06-29
79 BANK OF HAWAII CORP		2012-01-10	2016-06-29
322 BEMIS INC		2015-03-31	2016-06-29
169 BEMIS INC		2015-03-31	2016-06-29
495 BROADRIDGE FINL SOL		2014-12-22	2016-06-29
221 BROADRIDGE FINL SOL		2014-12-22	2016-06-29
68 HOME DEPOT INC		2012-01-10	2016-06-29
674 NEW YORK COMMUNITY		2012-01-10	2016-06-29
256 RAYTHEON CO NEW		2012-01-10	2016-06-29

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,894		6,804	-2,910
23,262		10,046	13,216
5,286		3,713	1,573
16,122		14,938	1,184
8,417		7,840	577
31,390		22,693	8,697
14,037		10,131	3,906
8,666		2,956	5,710
9,922		8,921	1,001
34,316		12,480	21,836

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,910
			13,216
			1,573
			1,184
			577
			8,697
			3,906
			5,710
			1,001
			21,836

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

(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)
183 ACCENTURE PLC SHS		2012-01-10	2016-06-29
1 LEIDOS HLDGS INC		2012-01-10	2016-09-09
0 4 DELL TECHNOLOGIES		2015-09-25	2016-09-26
4 AFLAC INC		2012-01-10	2016-09-29
214 ALTRIA GROUP INC		2012-01-10	2016-09-29
190 CARDINAL HEALTH INC			2016-09-29
9 CINCINNATI FINANCIAL CORP		2012-01-10	2016-09-29
9 CLOROX CO		2014-07-02	2016-09-29
17 CONSOLIDATED EDISON INC		2015-03-26	2016-09-29
87 CORRECTIONS CORP AMER		2013-03-28	2016-09-29

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,327		9,665	10,662
37		9	28
19		19	
290		176	114
13,499		6,188	7,311
14,683		15,747	-1,064
679		282	397
1,125		825	300
1,299		1,023	276
1,217		3,280	-2,063

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			10,662
			28
			114
			7,311
			-1,064
			397
			300
			276
			-2,063

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

(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)
127 DELL TECHNOLOGIES			2016-09-29
480 DIEBOLD INC COM		2014-03-27	2016-09-29
11 ENTERGY CORP NEW		2014-09-26	2016-09-29
6 GENUINE PARTS CO		2012-01-10	2016-09-29
292 GILEAD SCIENCES INC		2015-03-26	2016-09-29
10 HOSPITALITY PPTYS TR		2012-01-10	2016-09-29
477 IRON MTN INC NEW			2016-09-29
93 LEIDOS HLDGS INC		2012-01-10	2016-09-29
297 LINEAR TECHNOLOGY			2016-09-29
13 MACYS INC		2015-02-09	2016-09-29

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,064		5,994	70
11,805		19,034	-7,229
859		837	22
606		377	229
22,918		29,260	-6,342
299		238	61
18,074		12,780	5,294
4,087		915	3,172
17,537		10,052	7,485
472		830	-358

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			70
			-7,229
			22
			229
			-6,342
			61
			5,294
			3,172
			7,485
			-358

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

(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)
10 PAYCHEX INC		2012-01-10	2016-09-29
7 PHILIP MORRIS INTL		2014-12-22	2016-09-29
17 PIEDMONT OFFICE REALTY		2012-01-10	2016-09-29
7 AFLAC INC		2012-01-10	2016-11-03
33 ACTIVISION BLIZZARD		2015-09-28	2016-11-03
48 ALLIANT ENERGY CORP		2014-12-22	2016-11-03
47 ALTRIA GROUP INC		2012-01-10	2016-11-03
27 APPLE COMPUTER		2014-12-22	2016-11-03
14 BANK OF HAWAII CORP		2015-09-25	2016-11-03
3 BLACKROCK INC		2012-01-10	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
575		311	264
692		581	111
372		279	93
482		308	174
1,426		1,057	369
1,785		1,577	208
3,052		1,359	1,693
2,965		3,044	-79
1,033		882	151
1,025		550	475

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			264
			111
			93
			174
			369
			208
			1,693
			-79
			151
			475

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

(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)
43 H & R BLOCK INC		2014-11-26	2016-11-03
30 BOEING CO COM		2014-03-27	2016-11-03
30 CA INC COM		2013-08-21	2016-11-03
15 CARDINAL HEALTH INC		2013-08-21	2016-11-03
20 CENTURY TEL INC		2014-12-22	2016-11-03
27 CHEVRONTEXACO CORP		2012-01-10	2016-11-03
14 CINCINNATI FINANCIAL CORP		2012-01-10	2016-11-03
12 CLOROX CO		2014-07-02	2016-11-03
24 CONSOLIDATED EDISON INC		2015-03-26	2016-11-03
38 CORRECTIONS CORP AMER		2013-03-28	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
955		1,435	-480
4,206		3,670	536
919		896	23
998		758	240
460		802	-342
2,839		2,948	-109
967		439	528
1,374		1,100	274
1,777		1,445	332
543		1,433	-890

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-480
			536
			23
			240
			-342
			-109
			528
			274
			332
			-890

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

(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)
23 DARDEN RESTAURANTS		2015-06-25	2016-11-03
24 DIGITAL RLTY TR INC		2015-09-25	2016-11-03
40 DOW CHEMICAL		2015-03-31	2016-11-03
17 ENTERGY CORP NEW		2014-09-26	2016-11-03
23 FEDERATED INVS INC		2012-01-10	2016-11-03
37 GAMESTOP CORP		2014-07-02	2016-11-03
13 GENERAL MILLS		2015-09-25	2016-11-03
8 GENUINE PARTS CO		2012-01-10	2016-11-03
22 GILEAD SCIENCES INC		2015-03-26	2016-11-03
24 HOLLYFRONTIER CORP		2013-08-21	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,472		1,477	-5
2,126		1,536	590
2,132		1,930	202
1,218		1,294	-76
596		400	196
763		1,522	-759
795		748	47
705		503	202
1,585		2,205	-620
575		1,098	-523

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-5
			590
			202
			-76
			196
			-759
			47
			202
			-620
			-523

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

(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)
38 HOME DEPOT INC		2012-01-10	2016-11-03
15 HOSPITALITY PPTYS TR		2012-01-10	2016-11-03
67 J P MORGAN CHASE & CO		2015-06-25	2016-11-03
20 KLA-TENCOR CORP		2014-09-26	2016-11-03
11 KIMBERLY CLARK CORP		2015-06-25	2016-11-03
21 LEGGETT & PLATT INC		2015-09-25	2016-11-03
4 LEIDOS HLDGS INC		2012-01-10	2016-11-03
6 LINEAR TECHNOLOGY		2012-01-10	2016-11-03
12 LOCKHEED MARTIN CORP		2012-01-10	2016-11-03
30 M D C HLDGS INC		2013-08-21	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,574		1,652	2,922
393		357	36
4,581		4,651	-70
1,492		1,491	1
1,252		1,197	55
944		876	68
178		39	139
358		185	173
2,859		970	1,889
689		897	-208

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,922
			36
			-70
			1
			55
			68
			139
			173
			1,889
			-208

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

(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)
17 MACYS INC		2015-02-09	2016-11-03
63 MERCK & CO INC		2012-01-10	2016-11-03
14 MERCURY GEN CORP		2015-09-25	2016-11-03
27 NATIONAL RETAIL PPTYS		2014-12-22	2016-11-03
44 OWENS & MINOR INC		2013-12-23	2016-11-03
16 PAYCHEX INC		2012-01-10	2016-11-03
57 PEOPLES UTD FINL INC		2013-08-21	2016-11-03
148 PFIZER INC COM		2014-07-02	2016-11-03
36 PHILIP MORRIS INTL		2014-12-22	2016-11-03
21 PIEDMONT OFFICE REALTY		2012-01-10	2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
629		1,085	-456
3,702		2,432	1,270
762		718	44
1,173		1,069	104
1,416		1,596	-180
862		498	364
921		844	77
4,450		4,474	-24
3,459		2,989	470
408		345	63

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-456
			1,270
			44
			104
			-180
			364
			77
			-24
			470
			63

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

(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)
44 REGAL INTMT GROUP		2012-01-10	2016-11-03
15 SIX FLAGS ENTMT CORP		2013-12-23	2016-11-03
41 TARGET CORP		2015-06-25	2016-11-03
66 TEXAS INSTRUMENTS		2015-09-25	2016-11-03
36 UNITED PARCEL SERVICE		2014-12-22	2016-11-03
100 VALLEY NATL BANCORP		2012-01-10	2016-11-03
26 VECTREN CORP		2013-08-21	2016-11-03
24 WASTE MGMT INC DEL		2015-10-06	2016-11-03
68 WELLS FARGO		2014-09-26	2016-11-03
44 WESTERN UNION			2016-11-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
975		472	503
830		546	284
2,742		3,478	-736
4,469		3,121	1,348
3,870		4,018	-148
964		1,239	-275
1,262		877	385
1,523		1,236	287
3,087		3,506	-419
869		698	171

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			503
			284
			-736
			1,348
			-148
			-275
			385
			287
			-419
			171

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

(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)
36 WINDSTREAM HLDGS INC		2014-12-22	2016-11-03
22 XILINX INC		2013-12-23	2016-11-03
30 ACCENTURE PLC SHS		2015-09-25	2016-11-03
27 SEAGATE TECH		2014-12-22	2016-11-03
169 BANK OF HAWAII CORP			2016-11-22
0 4 M D C HLDGS INC		2013-08-21	2016-12-02
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
243		444	-201
1,119		992	127
3,513		2,913	600
891		1,839	-948
14,525		10,413	4,112
10		11	-1
			4,256

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-201
			127
			600
			-948
			4,112
			-1

Form 990PF Part XV Line 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*				
Adaptive Sports Center 10 CRESTED BUTTE WAY TREASURY CENTE LOWER LEVEL MT CRESTED BUTTE, CO 81225	NONE	PC	OUTDOOR ACTIVITIES FOR PEOPLE WITH DISABILITIES	3,000
Amazon Conservation Association 1012 14TH STREET NW SUITE 625 WASHINGTON, DC 20005	NONE	PC	RAINFOREST CONSERVATION	3,000
Arvada Comm Food Bank 8555 W 57TH AVE ARVADA, CO 80002	NONE	PC	COMMUNITY SUPPORT	8,333
Brent's Place 11980 E 16TH AVE AURORA, CO 80010	NONE	PC	MEDICAL SUPPORT	8,333
Cancer Support Community 734 15TH STREET NW STE 300 WASHINGTON, DC 20005	NONE	PC	CANCER COMMUNITY SUPPORT	41,000
Court Appointed Spec Advocates (CASA) 1490 LAFAYETTE STREET SUITE 104 DENVER, CO 80218	NONE	PC	LEGAL SERVICES FOR CHILDREN IN NEED	10,000
Children's Therapy Center 10811 SE KENT KANGLEY ROAD KENT, WA 98030	NONE	PC	DISABLED CHILDREN ADVOCAY	10,000
Denver Rescue Mission 6100 SMITH RD SUITE 300A DENVER, CO 80216	NONE	PC	COMMUNITY SUPPORT	8,333
Energy Outreach Colo 225 E 16TH AVE DENVER, CO 80203	NONE	PC	COMMUNITY SUPPORT	3,000
Colorado Coalition for Homeless 2111 CHAMPA STREET DENVER, CO 802052529	NONE	PC	HOMELESSNESS ASSISTANCE AND PREVENTION	8,335
Disco's Dogs PO BOX 3674 CENTENNIAL, CO 80161	NONE	PC	RESCUE DOGS FOR CHILDREN WITH DISABILITIES	5,000
Food Bank of the Rockies 10700 E 45TH AVE SUITE A1 DENVER, CO 80239	NONE	PC	COMMUNITY SUPPORT	8,333
Freedom Service Dogs of Am 2000 W UNION AVE ENGLEWOOD, CO 80110	NONE	PC	DISABILITY SUPPORT	10,000
Friends of Vail Mt Rescue 1055 EDWARDS VILLAGE BLVD EDWARDS, CO 81632	NONE	PC	COMMUNITY SUPPORT	3,000
Family Tree 3805 MARSHALL STREET STE 100 WHEAT RIDGE, CO 80033	NONE	PC	COMMUNITY SUPPORT	10,000
Total . . . . ▶ **3a**				230,000

Form 990PF Part XV Line 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*				
Hearts N Hands 16228 W 59TH PLACE GOLDEN, CO 80403	NONE	PC	COMMUNITY SUPPORT	3,000
Limb Preservation Foundation 1721 E 19TH AVENUE SUITE 106 DENVER, CO 80218	NONE	PC	MEDICAL	10,000
Lung Cancer Alliance 1700 K STREET NW SUITE 660 WASHINGTON, DC 20006	NONE	PC	MEDICAL	10,000
Mommy Rocks Colorado PO BOX 261033 LAKEWOOD, CO 80226	NONE	PC	COMMUNITY SUPPORT	3,000
Mount Saint Vincent 4159 LOWELL BLVD DENVER, CO 80211	NONE	PC	COMMUNITY SUPPORT	8,333
Make a Wish Foundation 7951 E MAPLEWOOD AVE 126 GREENWOOD VILLAGE, CO 80111	NONE	PC	COMMUNITY SUPPORT	10,000
National Pediatric Cancer Foundation 5550 WEST EXECUTIVE DR STE 300 TAMPA, FL 33609	NONE	PC	MEDICAL	3,000
River Bend Food Bank 4010 KIMMEL DR DAVENPORT, IA 52802	NONE	PC	COMMUNITY SUPPORT	10,000
Sportswomen of Colorado 100 SOUTH MADISON STREET DENVER, CO 80209	NONE	PC	COMMUNITY SUPPORT	5,000
Vitamin Angels 111 W MICHELTORENA STSUITE 300 SANTA BARBARA, CA 93101	NONE	PC	COMMUNITY SUPPORT	3,000
Water For People 100 E TENNESSEE AVENUE DENVER, CO 80209	NONE	PC	CLEAN WATER AND SANITATION SERVICES	5,000
Big Brothers & Big Sisters 1391 N SPEER BLVD STE 450 DENVER, CO 80204	NONE	PC	CHILDREN MENTORING	10,000
Urban Peak 730 21ST ST DENVER, CO 80205	NONE	PC	COMMUNITY SUPPORT	10,000
Total . . . . ▶ **3a**				230,000

efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491130023957

TY 2016 Accounting Fees Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,000	2,250		750

TY 2016 Depreciation Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

TY 2016 Investments Corporate Bonds Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BONDS	927,614	912,638

TY 2016 Investments Corporate Stock Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCK	3,345,265	4,020,546

TY 2016 Investments - Other Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COMMODITIES	AT COST	55,785	54,751
REAL ESTATE FUNDS	AT COST	151,560	146,279

efile GRAPHIC print - DO NOT PROCESS	As Filed Data -	DLN: 93491130023957

TY 2016 Other Income Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHERN TRUST 81084	185		
NORTHERN TRUST 81084	634		

TY 2016 Other Professional Fees Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	19,548	14,661		4,887

TY 2016 Taxes Schedule

Name: DWB FAMILY FOUNDATION

EIN: 45-3942962

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	1,898	1,898		
FEDERAL TAX	0			