

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

Name of foundation THE BRENT FAMILY FOUNDATION		A Employer identification number 51-0395364	
Number and street (or P O box number if mail is not delivered to street address) 3105 LAFAYETTE DRIVE		Room/suite	B Telephone number (see instructions) (303) 993-6234
City or town, state or province, country, and ZIP or foreign postal code Boulder, CO 80305		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
Initial return of a former public charity ☐ Amended return ☐ Name change ☐		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 3,900,401		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)	

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)				
	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 . . .	82,156	82,361		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-124,594			
	b Gross sales price for all assets on line 6a 1,940,881				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	-42,438	82,361		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	2,553			
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	1,579	1,579		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,362	17,362		
	24 Total operating and administrative expenses. Add lines 13 through 23	21,494	18,941		0
	25 Contributions, gifts, grants paid	607,300			607,300
	26 Total expenses and disbursements. Add lines 24 and 25	628,794	18,941		607,300
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-671,232			
	b Net investment income (if negative, enter -0-)		63,420		
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			
	2	Savings and temporary cash investments	447,449	101,247	101,247
	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)	2,312,836	2,391,572	3,353,441
	c	Investments—corporate bonds (attach schedule)	842,242	438,476	445,713
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	3,602,527	2,931,295	3,900,401	
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	2,064,578	2,064,578	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,537,949	866,717	
30	Total net assets or fund balances (see instructions)	3,602,527	2,931,295		
31	Total liabilities and net assets/fund balances (see instructions) .	3,602,527	2,931,295		

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	3,602,527
2	Enter amount from Part I, line 27a	2	-671,232
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,931,295
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	2,931,295

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)
1 a PUBLICALLY TRADED SECURITIES	P	2010-01-01	2016-12-31
b PUBLICALLY TRADED SECURITIES	P	2016-01-01	2016-12-31
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 1,388,215	0	1,489,646	-101,431
b 552,666	0	575,830	-23,164
c			
d			
e			

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	
a 0	0	0	-101,431
b 0	0	0	-23,164
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	-124,595
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	-23,164

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	556,044	4,705,351	0 118173
2014	532,960	4,951,992	0 107625
2013	389,290	4,998,045	0 077888
2012	232,850	4,638,834	0 050196
2011	148,800	1,693,909	0 087844
2 Total of line 1, column (d)			2 0 441726
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 088345
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 4,205,077
5 Multiply line 4 by line 3			5 371,498
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 634
7 Add lines 5 and 6			7 372,132
8 Enter qualifying distributions from Part XII, line 4			8 607,300

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	634
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	634
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	634
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	6a	3,688
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	3,688
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	3,054
11	Enter the amount of line 10 to be Credited to 2017 estimated tax ☐ 0 Refunded ☐	11	3,054

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)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T</i>	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	No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ DE		
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? <i>If "No," attach explanation</i> .	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)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of DOUGLAS BRENT Telephone no (303) 993-6234			

Located at **3105 LAFAYETTE DRIVE BOULDER CO** ZIP+4 **80305**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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			
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			
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). ☐ Yes ☒ No 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	6b	No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?				
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes ☒ No	7b	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?				

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
DOUGLAS BRENT 3105 LAFAYETTE DR BOULDER, CO 80305	PRESIDENT 0	0	0	0
AVERIL BRENT 3105 LAFAYETTE DR BOULDER, CO 80305	VICE-PRESIDENT 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	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
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 THE FOUNDATION IS SOLELY A GRANT MAKING ORGANIZATION AND DOES NOT PARTICIPATE IN DIRECT CHARITABLE ACTIVITIES	0
2	0
3	0
4	0

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	3,784,272
b	Average of monthly cash balances.	1b	484,842
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	4,269,114
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	
3	Subtract line 2 from line 1d.	3	4,269,114
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	64,037
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,205,077
6	Minimum investment return. Enter 5% of line 5.	6	210,254

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	210,254
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	634
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	634
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	209,620
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	209,620
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	209,620

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	607,300
b	Program-related investments—total from Part IX-B.	1b	
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	607,300
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	634
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	606,666

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				209,620
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2016				
a From 2011. 64,855				
b From 2012. 3,622				
c From 2013. 160,138				
d From 2014. 288,644				
e From 2015. 322,689				
f Total of lines 3a through e.	839,948			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 607,300				
a Applied to 2015, but not more than line 2a				
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.				209,620
e Remaining amount distributed out of corpus	397,680			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,237,628			
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
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).	64,855			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	1,172,773			
10 Analysis of line 9				
a Excess from 2012. 3,622				
b Excess from 2013. 160,138				
c Excess from 2014. 288,644				
d Excess from 2015. 322,689				
e Excess from 2016. 397,680				

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)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
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))

DOUGLAS BRENT

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 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 <i>Paid during the year</i> See Additional Data Table				
Total			▶ 3a	607,300
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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	82,156	
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					
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).				82,156	
13 Total. Add line 12, columns (b), (d), and (e).					82,156

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

- | | Yes | No |
|-------|-----|----|
| 1a(1) | | No |
| 1a(2) | | No |
| 1b(1) | | No |
| 1b(2) | | No |
| 1b(3) | | No |
| 1b(4) | | No |
| 1b(5) | | No |
| 1b(6) | | No |
| 1c | | No |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Print/Type preparer's name CYNTHIA J RIEBER	Preparer's Signature	Date 2017-11-05	Check if self-employed ☐	PTIN
Firm's name ▶ RIEBER & ASSOCIATES LLP				Firm's EIN ▶
Firm's address ▶ PO BOX 731 DEWEY, AZ 86327				Phone no (516) 849-1035

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Tessa 435 Gold Pass Heights Colorado Springs, CO 80906		501(C)(3)	General Purpose Contribution	1,000
Concern Worldwide 104 EAST 40TH ST New York, NY 10016		501(C)(3)	General Purpose Contribution	50,000
One School at a Time 3346 Densmore Ct San Jose, CA 95148		501(C)(3)	General Purpose Contribution	30,500
Doctors without Borders 333 SEVENTH AVENUE 2ND FL New York, NY 10001		501(C)(3)	General Purpose Contribution	400,000
OXFAM 226 Causeway Street 5th Floor Boston, MA 021142206		501(C)(3)	General Purpose Contribution	50,000
Total 3a				607,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Cornell 114 EAST AVENUE ITHACA, NY 148536201		501(C)(3)	General Purpose Contribution	10,000
Denver Rescue Mission 6100 Smith Road DENVER, CO 80216		501(C)(3)	General Purpose Contribution	500
Supporters of Fairview IB 1515 GREENBRIAR BLVD Boulder, CO 80305		501(C)(3)	General Purpose Contribution	500
Fairview HS Choirs 1515 GREENBRIAR BLVD Boulder, CO 80305		501(C)(3)	General Purpose Contribution	500
Fairview Parent Organization 1515 GREENBRIAR BLVD Boulder, CO 80305		501(C)(3)	General Purpose Contribution	200
Total ▶ 3a				607,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Colorado Public Radio 7409 SOUTH ALTON COURT Englewood, CO 80112		501(C)(3)	General Purpose Contribution	1,500
Meals on Wheels 909 ARAPAHOE STE 121 Boulder, CO 80302		501(C)(3)	General Purpose Contribution	1,000
Tipi Raisers 10244 W Arkansas Drive Denver, CO 80232		501(C)(3)	General Purpose Contribution	800
Boulder Homeless Shelter 4869 N Broadway Boulder, CO 80304		501(C)(3)	General Purpose Contribution	1,000
Meals on Wheels 909 ARAPAHOE STE 121 Boulder, CO 80302		501(C)(3)	General Purpose Contribution	1,000
Total ▶ 3a				607,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Planned Parenthood RM PO Box 97166 Washington, DC 20090		501(C)(3)	General Purpose Contribution	1,000
Impact on Education 728 Front St Louisville, CO 80027		501(C)(3)	General Purpose Contribution	1,000
Colorado Public Radio 7409 SOUTH ALTON COURT Englewood, CO 80112		501(C)(3)	General Purpose Contribution	1,200
Community Food Share 650 S Taylor Ave Louisville, CO 80027		501(C)(3)	General Purpose Contribution	800
World Vision PO Box 9716 Federal Way, WA 980639716		501(C)(3)	General Purpose Contribution	1,300
Total 3a				607,300

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Citizens Climate Education 1330 Orange Ave 309 Coronado, CA 92118		501(C)(3)	General Purpose Contribution	10,000
Conservation Colorado 1536 Wynkoop St 510 Denver, CO 80202		501(C)(3)	General Purpose Contribution	25,000
Colorado Renewable Energy Society CRES 430 Myrtle St Fort Collins, CO 80521		501(C)(3)	General Purpose Contribution	3,500
350org 20 Jay Street Ste 732 Brooklyn, NY 11201		501(C)(3)	General Purpose Contribution	15,000
Total 3a				607,300

TY 2016 All Other Program Related Investments Schedule

Name: THE BRENT FAMILY FOUNDATION
EIN: 51-0395364

Category	Amount
NONE	

TY 2016 Investments Corporate Bonds Schedule

Name: THE BRENT FAMILY FOUNDATION

EIN: 51-0395364

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000.00 AMERICAN EXPRESS CREDIT DTD 03/26/12	25,054	25,063
25,000.00 ANHEUSER-BUSCH DTD 07/16/12 1.375%	24,987	25,022
25,000.00 INTEL CORP DTD 12/11/12 1.35% 12/15/2017	25,041	25,038
25,000.00 GOLDMAN SACHS GROUP INC NT DTD	26,027	26,044
25,000.00 WACHOVIA CORP DTD 01/31/08 5.75%	26,074	26,065
25,000.00 CITIGROUP INC DTD 04/27/15 1.70%	24,797	24,945
25,000.00 CISCO SYSTEMS INC NT DTD 02/17/09 4.95%	26,451	26,725
25,000.00 MCDONALDS CORP DTD 08/02/10 3.50%	25,823	25,996
25,000.00 JPMORGAN CHASE & CO DTD 07/22/10	26,444	26,555
25,000.00 DU PONT E I DE NEMOURS & CO DTD	25,923	25,972
25,000.00 GENERAL ELEC CAP CORP DTD 02/11/11	26,925	27,727
25,000.00 MORGAN STANLEY DTD 07/28/11 5.50%	27,237	27,704
25,000.00 ORACLE CORP DTD 10/25/12 2.50%	25,438	24,733
25,000.00 PEPSICO INC DTD 02/28/13 2.75% 03/01/2023	24,771	24,973
25,000.00 COCA COLA CO/THE DTD 11/01/13 3.20%	26,003	25,818
25,000.00 BP CAPITAL MARKETS PLC DTD 02/10/14	26,231	25,972
25,000.00 APPLE INC DTD 05/06/14 3.45% 05/06/2024	25,250	25,751
METROPOLITAN WEST TOTAL RETURN		
Accrued Income		5,610

TY 2016 Investments Corporate Stock Schedule

Name: THE BRENT FAMILY FOUNDATION
EIN: 51-0395364

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADVANCE AUTO PTS INC COM	16,505	19,449
AMAZON COM INC COM	18,481	23,996
BORG WARNER	7,598	9,466
BRINKER INTL INC COM	11,485	11,640
COMCAST CORP NEW CL A	13,150	15,536
DISNEY WALT CO COM	15,013	16,675
HOME DEPOT INC COM	19,910	26,816
LIMITED BRANDS	8,297	14,814
LAS VEGAS SANDS CORP COM	3,918	5,608
NEWELL BRANDS INC COM	5,305	5,358
NIKE	5,775	13,978
TIME WARNER INC COM	12,708	17,375
V F CORP COM	7,669	7,202
CONAGRA BRANDS INC COM	9,676	12,854
COSTCO	10,724	15,210
KROGER CO COM	20,123	18,635
LAMB WESTON HOLDINGS INC W/I COM	2,967	4,088
LAUDER ESTEE COS INC CL A	11,211	10,326
MEAD JOHNSON NUTRITION COMPANY	13,127	13,798
PEPSICO	15,280	20,926
RITE AID CORP COM	13,399	14,255
WHITEWAVE FOODS CO A COM	18,493	29,190
ANADARKO	13,152	18,478
CHEVRON	12,447	17,067
CONCHO RESOURCES INC COM	3,217	5,304
EOG RES INC COM	9,878	19,209
OCCIDENTAL PETE CORP COM	14,813	17,451
PHILLIPS 66 COM	17,142	19,442
AMERIPRISE FINANCIAL INC COM	7,660	16,641
BANK NEW YORK MELLON CORP COM	12,318	16,820

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHUBB LIMITED COM	17,996	21,139
CITIGROUP	29,085	43,622
DIGITAL REALTY TR INC REIT	20,195	27,513
JP MORGAN CHASE	33,865	57,210
METLIFE INC COM	15,780	19,939
PROLOGIS INC REIT	18,974	26,659
ALLERGAN PLC COM	19,989	14,701
BECTON DICKINSON & CO COM	21,698	25,495
BRISTOL MYERS SQUIBB CO COM	7,562	7,013
CELGENE	7,018	27,780
CIGNA CORP COM	16,830	16,007
GILEAD	3,812	13,606
MCKESSON	3,960	8,427
MERCK & CO INC COM	19,773	23,548
PFIZER INC COM	26,253	27,770
SHIRE PLC	7,835	7,667
THERMO FISHER	15,068	25,398
AMETEK	11,493	17,885
BOEING CO COM	20,389	25,687
GENERAL ELEC	18,889	26,070
NORFOLK SOUTHERN	12,485	19,993
PARKER HANNIFIN	9,955	16,800
ROPER	12,399	22,519
TRANSDIGM	918	7,469
ALPHABET INC COM CL A	17,549	21,396
ALPHABET INC COM CL C	17,136	20,839
APPLE	31,470	52,698
BROADCOM LIMITED COM	9,960	9,960
CISCO SYS INC COM	13,114	17,225
FACEBOOK INC A COM	12,275	14,957

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIDELITY NATL INFORMATION SVC COM	9,552	12,481
MICROSOFT	41,234	56,547
NVIDIA CORP COM	6,661	25,084
NXP SEMICONDUCTORS NV ORD	5,411	7,351
ORACLE CORP COM	14,145	15,957
QUALCOMM INC COM	9,565	13,366
VISA INC CL A COM	21,753	28,477
ALBEMARLE CORP COM	5,191	8,608
ECOLAB	8,212	14,653
SEALED AIR CORP COM NEW	13,010	14,736
VULCAN MATERIALS CO COM	9,027	13,767
T MOBILE US INC COM	15,615	24,154
AMERICAN WATER WORKS	14,312	19,899
NEXTERA	11,296	17,322
ABERDEEN EMERGING MARKETS	150,000	138,225
INVESCO EUROPEAN GROWTH FUND	182,255	184,497
ISHARES S&P 500 GROWTH ETF	90,185	91,343
MATTHEWS JAPAN FUND	200,518	191,698
SPDR TR UNIT SER 1 STANDARD & POORS	758,464	1,341,180
Accrued Income		9,497

TY 2016 Other Expenses Schedule**Name:** THE BRENT FAMILY FOUNDATION**EIN:** 51-0395364**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DB Investment Fees	17,362	17,362		

TY 2016 Taxes Schedule**Name:** THE BRENT FAMILY FOUNDATION**EIN:** 51-0395364

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES ON DIVIDENDS	1,579	1,579		