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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ 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
THE HUMPHREYS FOUNDATION

% KAMI POMERANTZ/HOLLAND & HAR

Number and street (or P O box number if mail is not delivered to street address) 555 17TH STREET Suite 3200 | Room/suite

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

A Employer identification number
84-6021274

B Telephone number (see instructions)
(303) 295-8095

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

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

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)*▶$ 1,732,949

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))*

	Line	Description	(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	35,082	35,082		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	27,546			
	b	Gross sales price for all assets on line 6a 357,238				
	7	Capital gain net income (from Part IV, line 2)		27,546		
	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)	1,572	981		
	12	**Total.** Add lines 1 through 11	64,200	63,609		
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)	2,250	1,912	0	338
	c	Other professional fees (attach schedule)	13,205	11,224		1,981
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	52	52		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	392	392		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	15,899	13,580	0	2,319
	25	Contributions, gifts, grants paid	80,000			80,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	95,899	13,580	0	82,319
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-31,699			
	b	**Net investment income** (if negative, enter -0-)		50,029		
	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	43,579	40,268	40,268
	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)	1,200,369	1,181,175	1,392,172
	c	Investments—corporate bonds (attach schedule)	301,924	304,730	300,509
	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)	1,545,872	1,526,173	1,732,949
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	4,000	16,000	
	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)	4,000	16,000	
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	1,541,872	1,510,173	
	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)	1,541,872	1,510,173	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,545,872	1,526,173	

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	1,541,872
2	Enter amount from Part I, line 27a	2	-31,699
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,510,173
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	1,510,173

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	27,546
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	87,673	1,707,983	0 051331
2014	90,431	1,747,509	0 051749
2013	77,387	1,707,147	0 045331
2012	76,390	1,566,311	0 048771
2011	79,882	1,614,212	0 049487

2	**Total** of line 1, column (d)	2	0 246669
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 049334
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	1,661,389
5	Multiply line 4 by line 3	5	81,963
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	500
7	Add lines 5 and 6	7	82,463
8	Enter qualifying distributions from Part XII, line 4	8	82,319

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	1,001
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	1,001
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	1,001
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016 — 6a — 248		
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	248
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	753
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)

			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 ▶N/A

14 The books are in care of ▶KAMI POMERANTZHOLLAND & HART Telephone no ▶(303) 295-8095

Located at ▶555 17TH ST 3200 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

			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. 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

			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____

			Yes	No
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

			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**		No
	If "Yes" to 6b, file Form 8870				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (**If not paid, enter -0-**)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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 PROVISION OF FUNDING TO 44 CHARITIES FOR CONTINUATION OF THEIR CHARITABLE ACTIVITIES	80,000
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 NOT APPLICABLE	
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	1,598,138
b	Average of monthly cash balances.	1b	88,551
c	Fair market value of all other assets (see instructions).	1c	0
d	**Total** (add lines 1a, b, and c).	1d	1,686,689
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	1,686,689
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	25,300
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,661,389
6	**Minimum investment return.** Enter 5% of line 5.	6	83,069

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	83,069
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	1,001		
b	Income tax for 2016 (This does not include the tax from Part VI).	2b			
c	Add lines 2a and 2b.			2c	1,001
3	Distributable amount before adjustments Subtract line 2c from line 1.			3	82,068
4	Recoveries of amounts treated as qualifying distributions.			4	
5	Add lines 3 and 4.			5	82,068
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	82,068

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	82,319
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	82,319
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	82,319

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				82,068
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.				
b From 2012.				
c From 2013.				
d From 2014. 4,225				
e From 2015. 2,764				
f **Total** of lines 3a through e.	6,989			
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ $ 82,319				
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.				82,068
e Remaining amount distributed out of corpus	251			
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	7,240			
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	7,240			
10 Analysis of line 9				
a Excess from 2012.				
b Excess from 2013.				
c Excess from 2014. 4,225				
d Excess from 2015. 2,764				
e Excess from 2016. 251				

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))

NONE

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

NONE

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

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

a The name, address, and telephone number or 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**				80,000
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	35,082	
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	27,546	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OTHER MISC			01	981	
b OTHER FEDERAL TAX REFUND			01	591	
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				64,200	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 64,200

(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

******	2017-05-05	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MELINDA BREWER		2017-05-02		P00099452

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)
23 FIRST REP BNK SAN FRANCISCO CA	P	2016-02-24	2016-04-11
64 MARRIOTT INTERNATIONAL	P	2015-06-11	2016-02-24
23 TRAVELERS COMPANIES	P	2016-02-24	2016-04-11
26 UNITED HEALTHCARE GROUP	P	2016-02-24	2016-03-10
71 WELLS FARGO & CO	P	2016-02-24	2016-04-11
225 WISDOM TR EUROPEHEGED EQ	P	2015-03-20	2016-02-16
26 3M COMPANY, MMM	P	2015-03-05	2016-02-24
293 ABBOTT LABORATORIES	P		2016-02-24
28 AMPHENOL CORP	P	2014-01-22	2016-02-24
13 BLACKROCK INC	P	2013-09-26	2016-04-11

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)
1,498		1,360	138
4,215		4,948	-733
2,646		2,483	163
3,149		3,110	39
3,351		3,331	20
10,910		15,085	-4,175
4,023		4,353	-330
11,240		10,588	652
1,441		1,272	169
4,353		3,541	812

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	
			138
			-733
			163
			39
			20
			-4,175
			-330
			652
			169
			812

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)
80 CAPITAL ONE FINANCIAL	P		2016-02-24
30 CHECK POINT SOFTWARE TECH	P		2016-02-24
11 COSTCO WHOLESALE CORP	P	2013-09-26	2016-02-24
47 DISNEY WALT CO	P		2016-02-24
29 ECOLAB INC	P	2013-09-26	2016-04-20
19 ESTEE LAUDER COMPANIES	P	2013-09-26	2016-02-24
25000 FEDERAL FARM CR BKS BD	P	2015-01-16	2016-02-17
25000 FEDERAL FARM CR BKS BD	P	2015-01-16	2016-02-03
28 FIRST REP BNK SAN FRANCISCO CA	P		2016-04-11
23 FS NETWORKS INC	P	2013-09-26	2016-02-24

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)
5,146		3,866	1,280
2,459		2,027	432
1,669		1,278	391
4,441		3,417	1,024
3,331		2,865	466
1,722		1,348	374
25,000		25,015	-15
25,000		25,016	-16
1,824		1,444	380
2,126		2,043	83

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	
			1,280
			432
			391
			1,024
			466
			374
			-15
			-16
			380
			83

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)
62 HORMEL FOODS CORP	P		2016-02-24
32 JOHNSON & JOHNSON	P	2013-10-29	2016-02-24
70 JPMORGAN CHASE & CO	P	2013-09-26	2016-02-24
44 MASTERCARD	P	2013-09-26	2016-02-24
48 NIKE INC	P	2013-09-26	2016-02-24
48 NOVO-NORDISK	P	2013-10-29	2016-02-24
202 NOVO-NORDISK	P		2016-04-21
30 O'REILLY AUTOMOTIVE	P	2013-09-26	2016-02-24
116 ORACLE CORP	P		2016-02-24
200 PFIZER INC	P	2015-03-05	2016-03-10

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)
2,680		1,440	1,240
3,306		2,974	332
3,842		3,638	204
3,746		2,985	761
2,847		1,679	1,168
2,420		1,760	660
11,496		5,905	5,591
7,722		3,777	3,945
4,196		3,593	603
5,912		6,906	-994

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	
			1,240
			332
			204
			761
			1,168
			660
			5,591
			3,945
			603
			-994

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 TRAVELERS COMPANIES	P	2014-02-10	2016-04-11
7 UNITED HEALTHCARE GROUP	P	2014-10-30	2016-03-10
91 EXPEDIA	P		2016-06-21
135 DENTSPLY INTERNATIONAL	P	2016-03-10	2016-06-21
124 CHEVRON	P		2016-08-05
113 EOG RESOURCES	P		2016-08-05
75 CVS	P	2015-09-10	2016-08-08
200 PRIVATE BANCORP	P	2015-08-13	2016-08-16
75 PRIVATE BANCORP	P	2015-11-20	2016-08-16
1532 288 OAKMARK SELECT FUND	P		2016-09-22

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)
690		491	199
848		655	193
9,723		10,560	-837
8,540		8,391	149
12,391		10,522	1,869
10,174		8,713	1,461
7,274		7,608	-334
9,010		8,070	940
3,379		3,295	84
63,161		65,000	-1,839

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	
			199
			193
			-837
			149
			1,869
			1,461
			-334
			940
			84
			-1,839

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)
0 28 ADVANSIX INC	P	2016-02-24	2016-10-03
100 NXP SEMICONDUCTORS	P	2014-12-03	2016-10-13
27 NXP SEMICONDUCTORS	P	2016-04-20	2016-10-13
80 BOEING	P		2016-11-10
102 FS NETWORKS	P	2013-09-26	2016-11-10
116 EDWARDS LIFESCIENCES	P		2016-11-18
14 3M COMPANY, MMM	P	2015-03-05	2016-12-05
125 WABTEC	P	2014-02-03	2016-12-05
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)
4		4	
10,152		7,698	2,454
2,741		2,315	426
11,761		12,166	-405
14,202		9,060	5,142
10,310		10,720	-410
2,395		2,344	51
11,000		9,033	1,967
			1,772

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	
			2,454
			426
			-405
			5,142
			-410
			51
			1,967

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
SAMUEL GUYTON 555 17TH STREET DENVER, CO 80202	PRESIDENT, DIRECTOR 3 0	0	0	0
CLAUDE M MAER JR 555 17TH STREET DENVER, CO 80202	DIRECTOR 2 0	0	0	0
KAMI POMERANTZ 555 17TH STREET DENVER, CO 80202	VP, TREASURER, DIRECTOR 3 0	0	0	0
JEAN GUYTON 555 17TH STREET DENVER, CO 80202	SECRETARY, DIRECTOR 2 0	0	0	0
LUCY HAHN 555 17TH STREET DENVER, CO 80202	DIRECTOR 2 0	0	0	0

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*				
LEGAL AID FOUNDATION OF COLORADO 1900 GRANT STREET DENVER, CO 80203	NONE	PC	MISCELLANEOUS EXPENSE ASSIST INDIGENT	1,000
MI CASA RESOURCE CENTER FOR WOMEN 571 GALAPAGO STREET DENVER, CO 802025032	NONE	PC	EMPLOYMENT TRAINING FOR HISPANIC WOMEN	3,000
SAFEHOUSE DENVER INC 1649 DOWNING STREET DENVER, CO 80218	NONE	PC	SHELTER AND SUPPORT FOR THE NEEDY	3,000
SAVE OUR YOUTH 3443 WEST 23RD AVENUE DENVER, CO 80211	NONE	PC	OUTREACH TO CHILDREN IN THE COMMUNITY	1,000
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT ST BOULDER, CO 803090471	NONE	PC	EDUCATION	2,000
VOLUNTEERS FOR OUTDOOR COLORADO 600 S MARION PARKWAY DENVER, CO 80209	NONE	PC	OUTDOOR EDUCATION AND CONSERVATION	500
WESTERN MUSEUM OF MINING & INDUSTRY 1025 NORTH GATE ROAD COLORADO SPRINGS, CO 80921	NONE	PC	EXHIBITION OF CULTURAL MINING HISTORY	2,000
ALZHEIMER'S ASSOCIATION - ROCKY MOUNTAIN CHAPTER 789 SHERMAN STREET SUITE 500 DENVER, CO 802033532	NONE	PC	MEDICAL CARE	1,000
THE KEMPE CHILDRENS FOUNDATION 13123 E 16TH AVE B390 AURORA, CO 80045	NONE	PC	PREVENTION AND TREATMENT OF CHILD ABUSE AND NEGLECT	1,000
COLORADO CENTER ON LAW AND POLICY 623 FOX SUITE 300 DENVER, CO 80204	NONE	PC	EDUCATION AND INDIGENT SUPPORT	2,000
COLORADO HISTORICAL FOUNDATION 1300 BROADWAY DENVER, CO 80203	NONE	PC	HISTORIC PRESERVATION	1,000
COLORADO SYMPHONY ASSOCIATION 1036 14TH STREET DENVER, CO 80202	NONE	PC	CULTURAL EDUCATION	2,000
COLORADO UPLIFT 1888 SHERMAN STREET SUITE 570 DENVER, CO 80203	NONE	PC	EDUCATION/CHARITY	4,000
THE DENVER ART MUSEUM 100 WEST 14TH AVENUE PARKWAY DENVER, CO 80204	NONE	PC	CULTURAL EDUCATION	2,500
DENVER MUSUEM OF NATURE AND SCIENCE 2001 COLORADO BLVD DENVER, CO 802055798	NONE	PC	EXHIBITIONS-WILDLIFE, HISTORIC CIVILIZATIONS	2,000
Total . . . . ▶ **3a**				80,000

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*				
KARIS COMMUNITY HOME 1361 DETROIT DENVER, CO 80206	NONE	PC	PROVIDE HOUSING FOR THE MENTALLY DISTURBED	2,500
CAPITAL HILL UNITED MINISTRIES WOMENS HOMELESS C/O CAPITOL HEIGHTS PRESBYTERIAN 1100 FILMORE DENVER, CO 80206	NONE	PC	TO BE A SPIRITUAL PRESENCE AND RESOURCE IN THE DENVER INNER CITY	2,000
SCHOLARS UNLIMITED 3401 QUEBEC ST 5010 DENVER, CO 80207	NONE	PC	PROMOTE ACADEMIC SUCCESS FOR STRUGGLING ELEMENTARY STUDENTS	2,000
JEWISH FAMILY SERVICES OF DENVER 3201 S TAMARAC DR DENVER, CO 80231	NONE	PC	RESTORE WELL-BEING TO THE VULNERABLE	2,000
CONFLICT CENTER 4140 TEJON ST DENVER, CO 80203	NONE	PC	VIOLENCE PREVENTION	2,500
VOLUNTEERS OF AMERICA 2660 LARIMER STREET DENVER, CO 80205	NONE	PC	WORK WITH INDIGENT AND HOMELESS	1,000
HORIZONS COLORADO ACADEMY 3800 SOUTH PIERCH ST DENVER, CO 80235	NONE	PC	EDUCATION AND RECREATIONAL SUMMER PROGRAMS FOR INNER CITY ELEMENTARY AGE STUDENTS	1,000
WEBB-WARING INSTITUTE FOR CANCER 4200 E 9TH AVE DENVER, CO 80262	NONE	PC	CONDUCT & TEACH BIOMEDICAL RESEARCH FOR TREATMENT AND PREVENTION OF DISEASE	1,000
THE ACTION CENTER 8755 WEST 14TH AVE LAKEWOOD, CO 80215	NONE	PC	IMMEDIATE RESPONSE TO BASIC HUMAN NEEDS AND PROVOTES PATHWAYS TO SELF-SUFFICIENCY	3,500
INVEST IN KIDS 1775 SHERMAN STREET 2705 DENVER, CO 80203	NONE	PC	PROGRAMS TO IMPROVE THE HEALTH AND WELL BEING OF CHILDREN AND FAMILIES	1,500
DEER HILL FOUNDATION PO BOX 180 MANCOS, CO 81328	NONE	PC	PROVIDE SCHOLARSHIP GRANTS FOR PARTICIPATION IN SUMMER CAMPS	3,000
WILDERNESS WORKSHOP PO BOX 1442 CARBONDALE, CO 81623	NONE	PC	TO PROTECT ECOLOGICAL HEALTH OF PUBLIC LANDS	2,000
HEALTH SET 4200 W CONEJOS PL 436 DENVER, CO 80211	NONE	PC	PROGRAMS AND SERVICES FOR SENIORS	3,000
BROTHERS REDEVELOPMENT 2250 EATON ST GARDEN LEVEL SUITE B DENVER, CO 80214	NONE	PC	HOME MAINTENANCE FOR SENIORS	1,500
DENVER INNER CITY PARISH 1212 MARIPOSA ST DENVER, CO 80204	NONE	PC	TO EMPOWER PEOPLE IN NEED	1,000
Total . . . . ▶ **3a**				80,000

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*				
BESSIES HOPE 1761 N OGDEN ST DENVER, CO 80218	NONE	PC	ENHANCING QUALITY OF LIFE FOR NURSING HOME ELDERS	1,000
ENERGY OUTREACH COLORADO 225 E 16TH AVE 200 DENVER, CO 802031612	NONE	PC	ENERGY ASSISTANCE	2,000
ARCHDIOCESE OF DENVER SAMARITAN SHELTER PO BOX 19020 DENVER, CO 80219	NONE	PC	INDIGENT CARE	2,000
SAME CAFE 2023 E COLFAX AVE DENVER, CO 80206	NONE	PC	PROVIDE HEALTHY FOOD FOR EVERYONE	2,500
SPECIAL OLYMPICS OF COLORADO 384 INVERNESS PARKWAY SUITE 100 ENGLEWOOD, CO 80112	NONE	PC	TO PROVIDE SPORTS TRAINING AND COMPETITION FOR PEOPLE WITH DISABILITIES	1,000
EKAR FARMS 181 S ONEIDA ST DENVER, CO 80230	NONE	PC	COMMUNAL URBAN FARMING	1,000
HABITAT FOR HUMANITY FOR COLORADO PO BOX 40636 DENVER, CO 80204	NONE	PC	BUILD AFFORDABLE HOMES FOR PEOPLE IN NEED	2,000
VALLEY SETTLEMENT PROJECT THIRD STREET CENTER 520 S THIRD STREET STE 9 CARBONDALE, CO 81623	NONE	PC	IMPROVE SCHOOL REDINESS & ACHIEVEMENT, ECONOMIC STABILITY, AND COMMUNITY ENGAGEMENT OF LOW-INCOME FAMILIES IN ROARING FORK VALLEY COMMUNITY VALLEY COMMUNITY	2,000
COLFAX COMMUNITY NETWORK 1585 KINGSTON ST AURORA, CO 80010	NONE	PC	INDIGENT CARE	1,000
CAPITAL HILL COMMUNITY SERVICES 1420 N OGDEN ST DENVER, CO 80218	NONE	PC	TO PROVIDE A RELIABLE SOURCE OF NUTRITION FOR THE HOMELESS THAT WILL HELP THEM GET BACK ON THEIR FEET	1,000
COLORADO BALLET 1075 SANTA FE DR DENVER, CO 80204	NONE	PC	TO ENHANCE THE CULTURAL LIFE OF COLORADO THROUGH PERFORMANCES OF THE PROFESSIONAL DANCE COMPANY	1,500
EMILY GRIFFITH FOUNDATION 14142 DENVER WEST PKWY STE 225 LAKEWOOD, CO 80401	NONE	PC	TO PROVIDE FINANCIAL SUPPORT TO GIVE ADULTS IN DENVER THE OPPORTUNITY TO PURSUE POST-SECONDARY EDUCATION LEADING TO HIGHER-PAYING JOBS AND A STRONGER COMMUNITY	2,000
THE DENVER HOSPICE 501 A CHERRY ST STE 700 DENVER, CO 80246	NONE	PC	TO PROVIDE COMPASSIONATE END OF LIFE CARE	1,500
JUNIOR ACHIEVEMENT-ROCKY MOUNTAIN 1445 MARKET ST STE 200 DENVER, CO 80202	NONE	PC	INSPIRING AND PREPARING YOUNG PEOPLE TO SUCCEED IN A GLOBAL ECONOMY	2,000
Total . . . . ▶ **3a**				80,000

TY 2016 Accounting Fees Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	2,250	1,912		338

TY 2016 All Other Program Related Investments Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount
NONE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2016 Depreciation Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

TY 2016 Investments Corporate Bonds Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000 AMAZON COM INC	24,809	25,008
50,000 GOLDMAN SACHS GRP INC	50,320	49,754
25,000 PEPSICO INC	25,336	25,313
25,000 EMERSON ELECTRIC	26,650	25,277
50,000 APPLE INC SR GLBL NT	50,224	50,476
25,000 VERIZON COMMUNICATIONS	25,157	25,314
25,000 EBAY INC SR GLBL NT	24,955	24,986
25,000 JP MORGAN	25,650	24,348
25,000 WELLS FARGO	26,828	25,686
25,000 JP MORGAN CHASE	24,801	24,347
25,000 FEDERAL FARM CR BNKS	0	0
25,000 FEDERAL FARM CR BNKS	0	0

TY 2016 Investments Corporate Stock Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Name of Stock	End of Year Book Value	End of Year Fair Market Value
293 SH ABBOTT LABS	0	0
68 SH ACCENTURE PLC	6,686	7,965
58 SH ACCENTURE PLC	3,304	6,793
20 SH AMAZON COM INC.	7,005	14,997
6 SH AMAZON COM INC.	3,253	4,499
130 SH ANADARKO PETROLEUM CORP	12,205	9,065
78 SH ANADARKO PETROLEUM CORP	2,766	5,439
172 SH AMPHENOL CORP	6,865	11,558
28 SH AMPHENOL CORP	0	0
18 ALPHABET INC(FORMLY GOOGLE)	7,488	14,265
3 ALPHABET INC(FORMLY GOOGLE)	2,136	2,377
210 SH APPLE INC	24,449	24,322
125 SH BERKSHIRE HATHAWAY	18,473	20,373
27 SH BLACKROCK INC	6,086	10,275
13 SH BLACKROCK INC	0	0
80 SH BOEING	0	0
75 SH CIGNA CORP	5,656	10,004
80 SH CAPITAL ONE FINANCIAL	0	0
124 SH CHEVRON CORPORATION	0	0
78 SH CHURCH & DWIGHT INC	3,557	3,447
200 SH CHURCH & DWIGHT INC	6,099	8,838
120 SH CHECKPOINT SFTWR TECH	7,640	10,135
30 SH CHECKPOINT SFTWR TECH	0	0
115 SH DISNEY WALT CO	7,240	11,985
47 SH DISNEY WALT CO	0	0
100 SH DISCOVER FINL SRVCS	5,172	7,209
96 SH ECOLAB INC	9,483	11,253
29 SH ECOLAB INC	0	0
60 SH EXPEDIA INC	0	0
172 SH FIRST REPUBLIC BANK SF	8,213	15,848

Name of Stock	End of Year Book Value	End of Year Fair Market Value
28 SH FIRST REPUBLIC BANK SF	0	0
150 SH GILEAD SCIENCES INC.	11,939	10,742
100 SH GILEAD SCIENCES INC.	6,706	7,159
358 SH GENERAL ELECTRIC	10,213	11,313
22 SH HONEYWELL INTL INC	2,248	2,549
110 SH HONEYWELL INTL INC	9,151	12,744
100 SH FACEBOOK INC	7,874	11,505
32 SH FACEBOOK INC	3,364	3,682
288 SH HORMEL FOODS (STK SPLT)	6,352	10,025
31 SH HORMEL FOODS CORP	0	0
600 SH ISHARE CORE S&P SM CAP	61,367	82,512
236 SH JP MORGAN CHASE & CO	11,599	22,953
70 SH JP MORGAN CHASE & CO	0	0
106 SH ESTEE LAUDER CO INC	7,520	8,108
19 SH ESTEE LAUDER CO INC	0	0
75 LENNOX INTL INC	6,302	11,488
165 SH LOWES	6,793	11,735
125 SH INTUIT COM	10,079	14,326
44 SH MASTERCARD INC.	0	0
156 SH MASTERCARD INC.	10,582	16,107
36 SH MARRIOTT INTL INC	2,783	2,976
64 SH MARRIOTT INTL INC	0	0
50 SH FEDEX CORP	7,647	9,310
180 SH NIKE INC	6,068	9,149
48 SH NIKE INC	0	0
30 SH O REILLY AUTOMOTIVE INC	0	0
45 SH O REILLY AUTOMOTIVE INC	5,665	12,528
75 SH CVS HEALTH CORP	0	0
400 SH MICROSOFT	19,956	24,856
50 SH CELGENE CORP	6,045	5,788

Name of Stock	End of Year Book Value	End of Year Fair Market Value
30 SH CELGENE CORP	3,043	3,473
200 SH PFIZER INC.	0	0
275 SH PRIVATEBANCORP INC	0	0
2,000 SH GUGGENHEIM (RYDEX)	141,007	173,280
800 SH SPDR SER TR S&P DIV	56,729	68,448
797.766 SH CAMBIAR INTL EQ	20,030	19,130
3,394.433 PAX WRLD SM CAP INST	50,030	52,410
40 SH 3M COMPANY	0	0
150 SCHLUMBERGER	13,567	12,593
92 SH TRAVELERS COS INC	5,964	11,263
6 SH TRAVELERS COS INC	0	0
165 SH ISHARE CORE S&P MID CAP	25,341	27,281
150 SH ISHARE CORE S&P MID CAP	23,206	24,801
125 SH STRYKER	13,890	14,976
93 SH UNITED HEALTH GROUP INC	8,697	14,884
7 SH UNITED HEALTH GROUP INC	0	0
225 SH WISDOMTREE TR EUR HDGD	0	0
172 SH WELLS FARGO & CO	6,509	9,480
59 SH WELLS FARGO & CO	2,768	3,251
250 (STK SPLT) TORO CO ISIN	8,672	13,988
4393.673 FIDELITY ADVISOR R/E	50,000	51,626
245 SH INTERCONTINENTAL EXCH	11,437	13,823
2,238.138 THOMPSON BOND FND	25,000	25,090
1,286.360 SH DODGE & COX INTL	53,973	49,010
1,532.288 OAKMARK SELECT	0	0
7,497.116 IVY HIGH INCOME CL Y	65,000	56,153
6,365.462 SH OPPENHEIMER SR FL	53,297	51,751
4.4 SH ADVANSIX INC	48	98
0.6 SH ADVANSIX INC	8	13
1,254.514 OPPENHEIMER DEV MKTS	42,460	40,107

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3237.265 SH PRINCIPAL PREFERRE	32,680	32,017
89 SH COSTCO WHOLESALE CORP	10,339	14,250
11 SH COSTCO WHOLESALE CORP	0	0
500 CISCO SYSTEMS	13,910	15,110
500 CONOCO PHILLIPS	20,270	25,070
75 SH EOG RESOURCES INC	0	0
125 SH F5 NETWORKING INC	0	0
123 SH JOHNSON & JOHNSON	10,897	14,171
32 SH JOHNSON & JOHNSON	0	0
250 SH NOVO-NORDISK	0	0
100 SH NXP SEMICONDUCTORS	0	0
116 SH ORACLE CORPORATION	0	0
67 SH ORACLE CORPORATION	1,799	2,576
163 SH ORACLE CORPORATION	6,605	6,267
350 SCHWAB CHARLES CORP	11,825	13,815
141 SCHWAB CHARLES CORP	3,294	5,565
125 SH WABTEC CORP COM	0	0
100 SH RAYTHEON	14,851	14,200

TY 2016 Other Expenses Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK FEES	392	392		

TY 2016 Other Income Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Other Income Schedule

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER - FEDERAL TAX REFUND	591		
OTHER MISC	981	981	

TY 2016 Other Professional Fees Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNT MANAGEMENT FEE	13,205	11,224		1,981

TY 2016 Taxes Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	52	52		