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Extended to November 15, 2018

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.

▶ Go to www.irs.gov/Form990PF for instructions and the latest information.

OMB No 1545-0052

2017

Open to Public Inspection

For calendar year 2017 or tax year beginning , and ending

Name of foundation: THE BOEDECKER FOUNDATION

A Employer identification number: 20-8495254

Number and street (or P O box number if mail is not delivered to street address): 4450 ARAPAHOE AVE. Room/suite: 100

B Telephone number: 303-546-1513

City or town, state or province, country, and ZIP or foreign postal code: BOULDER, CO 80303

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 48,603,815.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

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

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc, received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	1,021.	1,021.		
	4 Dividends and interest from securities	399,507.	399,507.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,734,231.			
	b Gross sales price for all assets on line 6a 60,778.				
	7 Capital gain net income (from Part IV, line 2)		1,664,261.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	20,177.	26,775.		See Statement 1
	12 **Total** Add lines 1 through 11	2,154,936.	2,091,564.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	299,178.	189,681.		109,497.
	14 Other employee salaries and wages	190,842.	55,084.		135,758.
	15 Pension plans, employee benefits	138,574.	53,466.		85,108.
	16a Legal fees Stmt 2	27,314.	0.		27,314.
	b Accounting fees Stmt 3	12,985.	5,075.		7,910.
	c Other professional fees Stmt 4	220,253.	220,253.		0.
	17 Interest	16,550.	16,550.		0.
	18 Taxes Stmt 5	27,821.	10,654.		0.
	19 Depreciation and depletion	5,066.	0.		
	20 Occupancy	74,990.	0.		74,990.
	21 Travel, conferences, and meetings	26,493.	0.		26,493.
	22 Printing and publications	2,374.	0.		2,374.
	23 Other expenses Stmt 6	34,141.	0.		34,141.
	24 **Total operating and administrative expenses** Add lines 13 through 23	1,076,581.	550,763.		503,585.
	25 Contributions, gifts, grants paid	2,533,036.			2,533,036.
	26 **Total expenses and disbursements.** Add lines 24 and 25	3,609,617.	550,763.		3,036,621.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	<1,454,681.>			
	b **Net investment income** (if negative, enter -0-)		1,540,801.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	702,645.	93,140.	93,140.
	2 Savings and temporary cash investments	5,319,165.	984,424.	984,424.
	3 Accounts receivable ▶ 32,066.			
	Less. allowance for doubtful accounts ▶		32,066.	32,066.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable Stmt 8 ▶ 351,725.			
	Less: allowance for doubtful accounts ▶ 0.	349,422.	351,725.	351,725.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 9	21,587,665.	24,029,969.	26,473,935.
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other Stmt 10	13,203,553.	15,785,562.	20,651,143.
	14 Land, buildings, and equipment basis ▶ 24,355.			
	Less accumulated depreciation Stmt 7 ▶ 8,610.	20,811.	15,745.	15,745.
	15 Other assets (describe ▶ SECURITY DEPOSIT)	1,637.	1,637.	1,637.
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	41,184,898.	41,294,268.	48,603,815.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ See Statement 11)	4,666.	1,568,717.	
	23 **Total liabilities** (add lines 17 through 22)	4,666.	1,568,717.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26, and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	41,180,232.	39,725,551.	
	30 **Total net assets or fund balances**	41,180,232.	39,725,551.	
	31 **Total liabilities and net assets/fund balances**	41,184,898.	41,294,268.	

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	41,180,232.
2	Enter amount from Part I, line 27a	2	<1,454,681.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	39,725,551.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	39,725,551.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) ((e) plus (f) minus (g))
a				
b				
c				
d				
e	60,778.			1,664,261.

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

	(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,664,261.

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** 1,664,261.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2016	4,007,859.	51,289,797.	.078141
2015	3,192,078.	49,303,105.	.064744
2014	3,140,611.	52,082,280.	.060301
2013	3,134,605.	47,892,127.	.065451
2012	3,313,029.	45,543,180.	.072745

2	**Total** of line 1, column (d)	2	.341382
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.068276
4	Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	54,359,527.
5	Multiply line 4 by line 3	5	3,711,451.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	15,408.
7	Add lines 5 and 6	7	3,726,859.
8	Enter qualifying distributions from Part XII, line 4	8	3,036,621.

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 IV **Capital Gains and Losses for Tax on Investment Income**

	(a) List and describe the kind(s) of property sold, e g , real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr.)
1a	Publicly traded securities	P		
b	Loss on write-off of investments	P		
c	Capital Gains Reported on K-1s	P		
d	Capital Gains Reported on K-1s	P		
e	Captial Gains Reported on Form 990-T			
f	Capital Gains Dividends			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				400,721.
b				<864,069.>
c				2,066,831.
d				69,970.
e				<69,970.>
f	60,778.			60,778.
g				
h				
i				
j				
k				
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col. (k), but not less than "-0-")
	(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				400,721.
b				<864,069.>
c				2,066,831.
d				69,970.
e				<69,970.>
f				60,778.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	1,664,261.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter "-0-" in Part I, line 8	3	N/A

Part 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	30,816.
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	30,816.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)		4	0.
5	**Tax based on investment income** Subtract line 4 from line 3. If zero or less, enter -0-		5	30,816.
6	Credits/Payments:			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 15,000.		
b	Exempt foreign organizations - tax withheld at source	6b 0.		
c	Tax paid with application for extension of time to file (Form 8868)	6c 60,000.		
d	Backup withholding erroneously withheld	6d 0.		
7	Total credits and payments Add lines 6a through 6d		7	75,000.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	382.
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	43,802.
11	Enter the amount of line 10 to be: **Credited to 2018 estimated tax** ▶ 43,802. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition	1b		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
	If "Yes," attach a detailed description of the activities			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
	If "Yes," attach the statement required by *General Instruction T*			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered. See instructions. ▶ CO, TN			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G*? If "No," attach explanation	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2017 or the tax year beginning in 2017? See the instructions for Part XIV. If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

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

Website address ▶ WWW.BOEFOUNDATION.ORG

14 The books are in care of ▶ Shelley Diede Telephone no. ▶ 303-546-1513

Located at ▶ 4450 ARAPAHOE AVE., No. 100, BOULDER, CO ZIP+4 ▶ 80303

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2017, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year, did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance? See instructions	1b		X
	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 2017?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2017, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2017? ☐ Yes ☒ No If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2017 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 2017.) N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2017?	4b		X

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

			Yes	No
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 [X] 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 [X] No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	[ ] Yes [X] No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions	[X] 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 [X] 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		X
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? See Statement 14	[X] 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 [X] No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	[ ] Yes [X] No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 13		299,178.	53,771.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BRIANNA HEALY - 4450 ARAPAHOE AVE., STE. 100, BOULDER, CO 80303	GRANT ADMINISTRATOR 40.00	80,675.	12,766.	0.
JENNIFER STAPLETON - 4450 ARAPAHOE AVE., STE. 100, BOULDER, CO 80303	DIRECTOR OF ADMIN 40.00	55,600.	24,637.	0.
SHELLEY DIEDE - 4450 ARAPAHOE AVE., STE. 100, BOULDER, CO 80303	CONTROLLER 40.00	54,567.	12,438.	0.

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
MORGAN STANLEY 1585 BROADWAY AVENUE, NEW YORK, NY 10036	INVESTMENT MANAGEMENT	220,253.
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	31,205,935.
b	Average of monthly cash balances	1b	2,946,469.
c	Fair market value of all other assets	1c	21,034,933.
d	**Total** (add lines 1a, b, and c)	1d	55,187,337.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	55,187,337.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	827,810.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	54,359,527.
6	**Minimum investment return**. Enter 5% of line 5	6	2,717,976.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here ▶ ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	2,717,976.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	30,816.		
b	Income tax for 2017. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	30,816.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	2,687,160.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	2,687,160.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	2,687,160.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,036,621.
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	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	3,036,621.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions** Subtract line 5 from line 4	6	3,036,621.

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 2016	(c) 2016	(d) 2017
1 Distributable amount for 2017 from Part XI, line 7				2,687,160.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			0.	
b Total for prior years: ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012 — 1,078,889.				
b From 2013 — 813,188.				
c From 2014 — 540,233.				
d From 2015 — 855,583.				
e From 2016 — 1,465,439.				
f **Total** of lines 3a through e	4,753,332.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ $ 3,036,621.				
a Applied to 2016, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2017 distributable amount				2,687,160.
e Remaining amount distributed out of corpus	349,461.			
5 Excess distributions carryover applied to 2017 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,102,793.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2016. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2017. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2018				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2012 not applied on line 5 or line 7	1,078,889.			
9 **Excess distributions carryover to 2018** Subtract lines 7 and 8 from line 6a	4,023,904.			
10 Analysis of line 9:				
a Excess from 2013 — 813,188.				
b Excess from 2014 — 540,233.				
c Excess from 2015 — 855,583.				
d Excess from 2016 — 1,465,439.				
e Excess from 2017 — 349,461.				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2017, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

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 , 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 STATEMENT 15			SEE STATEMENT 15	2,533,036.
Total			▶ 3a	2,533,036.
b Approved for future payment				
DAIRY CENTER FOR THE ARTS 2590 WALNUT ST. BOULDER, CO 80302		PC	CAPITAL IMPROVEMENT GRANT	400,000.
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT STREET BOULDER, CO 80301		PC	PURSUIT TO EXCELLENCE PROGRAM - CU ATHLETICS	300,000.
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT STREET BOULDER, CO 80301		PC	INDOOR PRACTICE FACILITY - CU ATHLETICS	400,000.
Total See continuation sheet(s)			▶ 3b	2,360,000.

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
UNIVERSITY OF COLORADO FOUNDATION 4740 WALNUT STREET BOULDER, CO 80301		PC	EMERGENCY DEPARTMENT ENDOWMENT - ANSCHUTZ MEDICAL CAMPUS	1,260,000.
Total from continuation sheets				1,260,000.

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,021.	
4 Dividends and interest from securities			14	399,507.	
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	523000	<6,598.>	14	26,775.	
8 Gain or (loss) from sales of assets other than inventory	523000	69,970.	18	1,664,261.	
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)		63,372.		2,091,564.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 2,154,936.

(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)

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) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 11/08/18 Title: Director

May the IRS discuss this return with the preparer shown below? See instr [X] Yes No

Paid Preparer Use Only				
Print/Type preparer's name: Laurie Anderson	Preparer's signature: Laurie Anderson	Date: 11/6/18	Check if self-employed	PTIN P01416697
Firm's name ▶ Kundinger, Corder & Engle P.C.			Firm's EIN ▶	
Firm's address ▶ 475 Lincoln Street, Suite 200 Denver, CO 80203			Phone no. (303) 534 5953	

723622 01-03-18

Form 990-PF Other Income Statement 1

Description	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
INCOME FROM PASS-THROUGH ENTITIES	<154,488.>	<154,488.>	
INCOME REPORTED ON FORM 990-T	<6,598.>	0.	
INCOME FROM CLOSELY HELD LLCs	<137,920.>	<137,920.>	
INTEREST ON NOTES RECEIVABLE	223,445.	223,445.	
Other	95,738.	95,738.	
Total to Form 990-PF, Part I, line 11	20,177.	26,775.	

Form 990-PF Legal Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FAIRFIELD & WOODS	2,053.	0.		2,053.
MODUS LAW	22,050.	0.		22,050.
ROBERTS & OLIVIA	2,063.	0.		2,063.
TALISMAN LAW PC	1,148.	0.		1,148.
To Fm 990-PF, Pg 1, ln 16a	27,314.	0.		27,314.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
KUNDINGER, CORDER & ENGLE, P.C.	10,150.	5,075.		5,075.
ADP - PAYROLL SERVICE FEES	2,835.	0.		2,835.
To Form 990-PF, Pg 1, ln 16b	12,985.	5,075.		7,910.

Form 990-PF Other Professional Fees Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT ADVISOR FEES	220,253.	220,253.		0.
To Form 990-PF, Pg 1, ln 16c	220,253.	220,253.		0.

Form 990-PF Taxes Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2017 ESTIMATED EXCISE TAX PAYMENTS	15,000.	0.		0.
2016 EXCISE TAX PAID IN 2017	2,167.	0.		0.
FOREIGN TAXES	10,654.	10,654.		0.
To Form 990-PF, Pg 1, ln 18	27,821.	10,654.		0.

Form 990-PF Other Expenses Statement 6

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INSURANCE	7,269.	0.		7,269.
CONSULTING	7,292.	0.		7,292.
SITE VISITS	4,782.	0.		4,782.
TELEPHONE	9,940.	0.		9,940.
WEB DEVELOPMENT	3,562.	0.		3,562.
OTHER EXPENSES	1,296.	0.		1,296.
To Form 990-PF, Pg 1, ln 23	34,141.	0.		34,141.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 7

Description	Cost or Other Basis	Accumulated Depreciation	Book Value	Fair Market Value
Tenant improvements, furniture and equipment	24,355.	8,610.	15,745.	15,745.
To 990-PF, Part II, ln 14	24,355.	8,610.	15,745.	15,745.

Form 990-PF — Other Notes and Loans Reported Separately — Statement 8

Borrower's Name	Terms of Repayment	Interest Rate
2118, LLC	MONTHLY PAYMENTS OF PRINCIPLE AND INTEREST	5.50%

Date of Note	Maturity Date	Original Loan Amount	Description of Consideration	FMV of Consideration
07/31/14	07/01/24	375,000.	NOTE	351,725.

Security Provided by Borrower	Purpose of Loan
DEED OF TRUST	PURCHASE BUILDING

Relationship of Borrower	Balance Due	Doubtful Acct Allowance	FMV of Loan
	351,725.	0.	351,725.
Total to Form 990-PF, Part II, line 7	351,725.	0.	351,725.

Form 990-PF — Corporate Stock — Statement 9

Description	Book Value	Fair Market Value
CORPORATE STOCKS AND STOCK FUNDS HELD BY MORGAN STANLEY	24,029,969.	26,473,935.
Total to Form 990-PF, Part II, line 10b	24,029,969.	26,473,935.

Form 990-PF — Other Investments — Statement 10

Description	Valuation Method	Book Value	Fair Market Value
CRE 1048 PEARL STREET LLC	COST	74,383.	75,095.
ARAPAHOE PEAK RE FUND LP	COST	618,756.	408,412.
ARAPAHOE PEAK RE FUND II	COST	160,498.	283,110.
ELDORADO NATURAL RESOURCES FUND	COST	252,509.	246,312.
ELDORADO NATURAL RESOURCES FUND II	COST	320,356.	320,742.
MAROON PEAKS PRIVATE EQUITY FUND II LP	COST	828,188.	1,561,461.

MAROON PEAKS PRIVATE EQUITY FUND III LP	COST	1,080,566.	1,858,734.
MAROON PEAKS PRIVATE EQUITY FUND V LP	COST	591,338.	1,106,086.
KENOSHA HIGH YIELD FUND IV LP	COST	17,218.	29,704.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS IV	COST	342,271.	1,132,736.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS V	COST	506,897.	1,782,915.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS VI	COST	567,733.	977,986.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS VII	COST	331,847.	555,625.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS X	COST	300,015.	450,324.
TIGER GLOBAL PRIVATE INVESTMENT PARTNERS X, LP	COST	1,561,751.	1,681,615.
NEXTSPORT INC	COST	50,950.	0.
MIDDLE TENNESSEE FOUNDATION LLC	COST	3,129,219.	3,129,219.
MUSIC ROW LLC	COST	2,032,399.	2,032,399.
AHK INVESTMENTS LLC	COST	293,020.	293,020.
ARCHVIEW 11 LLC	COST	2,425,648.	2,425,648.
EARTH FX	COST	300,000.	300,000.
Total to Form 990-PF, Part II, line 13		15,785,562.	20,651,143.

Form 990-PF	Other Liabilities	Statement 11

Description	BOY Amount	EOY Amount
DUE FROM CLOSELY HELD LLC	4,666.	0.
Excise tax payable for 2016 tax liability	0.	2,167.
Margin loan on Morgan Stanley investments	0.	1,566,550.
Total to Form 990-PF, Part II, line 22	4,666.	1,568,717.

Form 990-PF | Transfers From Controlled Entities Part VII-A, Line 11 | Statement 12

Name of Controlled Entity	Employer ID No
AHK INVESTMENTS	29-2905725

Address

4450 ARAPAHOE AVE., STE. 100
BOULDER, CO 80303

Description of Transfer

	Amount of Transfer
	0.

Name of Controlled Entity	Employer ID No
MUSIC ROW LLC	47-4971073

Address

4450 ARAPAHOE AVE., STE. 100
BOULDER, CO 80303

Description of Transfer

	Amount of Transfer
	0.

Name of Controlled Entity	Employer ID No
MIDDLE TN LLC	82-1629797

Address

4450 ARAPAHOE AVE., STE. 100
BOULDER, CO 80303

Description of Transfer

	Amount of Transfer
	0.

Name of Controlled Entity	Employer ID No
ARCHVIEW 11 LLC	26-3470019

Address

4450 ARAPAHOE AVE., STE. 100
BOULDER, CO 80303

Description of Transfer

INTEREST INCOME ON NOTE RECEIVABLE

	Amount of Transfer
	193,600.
Total Amount of Transfers from Controlled Entities	193,600.

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 13

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Contrib	Expense Account
GEORGE BOEDECKER 4450 ARAPAHOE AVE., STE. 100 BOULDER, CO 80303	PRESIDENT/CEO/DIRECTOR 15.00	10,225.	697.	0.
BRAD STOFFER 4450 ARAPAHOE AVE., STE. 100 BOULDER, CO 80303	DIRECTOR 2.00	0.	0.	0.
STEVE FORDE 4450 ARAPAHOE AVE., STE. 100 BOULDER, CO 80303	DIRECTOR 2.00	0.	0.	0.
JEFFREY HUMPHREY 4450 ARAPAHOE AVE., STE. 100 BOULDER, CO 80303	SR. VP OF OPERATIONS 40.00	172,353.	25,101.	0.
JOEL DAVIS 4450 ARAPAHOE AVE., STE. 100 BOULDER, CO 80303	SR. VP OF INVESTMENTS 40.00	116,600.	27,973.	0.
Totals included on 990-PF, Page 6, Part VIII		299,178.	53,771.	0.

Form 990-PF Expenditure Responsibility Statement Statement 14
Part VII-B, Line 5c

Grantee's Name

LA FUNDACION LANCTOT, A.C.

Grantee's Address

CENTRO BOE
LA PAZ, B.C.S., MEXICO, CP 23088

Grant Amount	Date of Grant	Amount Expended	Verification Date
495,000.	01/01/17	495,000.	01/31/18

Purpose of Grant

GENERAL OPERATING SUPPORT.

Dates of Reports by Grantee

MONTHLY REPORTS. LAST REPORT RECEIVED JANUARY 2018.

Any Diversion by Grantee

THE FOUNDATION IS NOT AWARE OF A DIVERSION OF FUNDS BY THE GRANTEE

Results of Verification

GRANT FUNDS WERE SPENT IN ACCORDANCE WITH THE GRANT AGREEMENT.

Part XV, Line 3 - Grants and Contributions paid during the year

Name and Address	Relationship	Public Charity Status	Purpose	Paid Amount
Tara Institute of the Performing Arts 4180 19th St, Boulder CO 80304	N/A	PC	Program Needs	20,000 00
Buffs for Life PO Box 19261, Boulder CO 80308	N/A	PC	Program Needs	10,000 00
Family Learning Center 3164 34th St, Boulder, CO 80301	N/A	PC	Youth education	5,000 00
Fort Lewis College Foundation 1000 Rim Dr, Durango, CO 81301	N/A	PC	Program Needs	75,000 00
Denver Area Youth Services 1530 W 13th Ave , Denver CO 80211	N/A	PC	Program Needs	30,000 00
Histiocytosis Ass Of America 332 North Broadway, Pitman NJ 08071	N/A	PC	Program Needs	20,000 00
George Fox University 414 Meridian St Newberg OR 97132	N/A	PC	Program Needs	200,000 00
World Spark 1635 SE Malden, Ste A, Portland OR 97202	N/A	PC	Program Needs	250,000 00
Junior Acievement of Middle TN 120 Powell Place, Nashville TN 37204	N/A	PC	Program Needs	5,000 00
The Dairy Center for the Arts 2590 Walnut St Boulder CO 80302	N/A	PC	Program Needs	100,000 00
Kempe Foundation 13123 E 16th Ave , B390, Aurora CO 80045	N/A	PC	Program Needs	10,000 00
Nashville Rescue Mission 639 Lafayette St, Nashville TN 37203	N/A	PC	Program Needs	40,000 00
The Children's Hospital 123 E 16th Ave Aurora CO 80045	N/A	PC	Program Needs	27,500 00
Pancreatic Cancer Action Network 1500 Rosecrans Ave Ste 200, Manhattan Beach CA 90266	N/A	PC	Program Needs	1,000 00
Protect Our Winters 311 Mapleton Ave, Ste 221A, Boulder CO 80304	N/A	PC	Program Needs	10,000 00
Songs for Sound 618 Church St , #520, Nashville TN 37211	N/A	PC	Program Needs	35,000 00
Colorado Jazz Group PO Box 914, Niwot CO 80544	N/A	PC	Program Needs	10,000 00

Part XV, Line 3 - Grants and Contributions paid during the year

Name and Address	Relationship	Public Charity Status	Purpose	Paid Amount
Every Mother Counts 180 Varick Street Ste 1116, New York NY 10014	N/A	PC	Program Needs	80,000 00
Fannie Battle 108 Chapel Avenue, Nashville TN 37206	N/A	PC	Program Needs	134,500 00
UCSF Benioff Foundation 3235 Cambridge Ave 2F Bronx NY 10463-3626	N/A	PC	Program Needs	1,500 00
Childrens Cancer Association 1200NW Naito parkway Ste 140 Portland OR 97209	N/A	PC	Program Needs	20,000 00
Colorado Music Hall of Fame 17900 Trading Post Rd Morrison CO 80465	N/A	PC	Program Needs	50,000 00
Etown PO box 954 Boulder CO 80306	N/A	PC	Program Needs	35,000 00
University of Colorado Foundation 4740 Walnut Street, Boulder CO 80301	N/A	PC	Program Needs	380,000 00
Boy Scouts of America National Council Middle TN Council Scouting Program 3414 Hillsboro Pike, Nashville TN 37215	N/A	PC	Program Needs	1,800 00
Denver Urban Scholars 720 S Colorado Blvd, Denver CO 80246	N/A	PC	Program Needs	10,000 00
Holy Family High School Inc 5195 W 144th Ave , Broomfield CO 80023	N/A	PC	Program Needs	20,000 00
Equal Chance for Education 700 Belle Mead Blvd, Nashville TN 37205	N/A	PC	Program Needs	59,000 00
Project Live Love 123 Rosewood Dr , Woodstock GA 30188	N/A	PC	Program Needs	10,000 00
Small World Yoga 5000 Georgia Ave , Nashville TN 37209	N/A	PC	Program Needs	75,000 00
There With Care 2825 Wilderness Place, Boulder CO 80301	N/A	PC	Program Needs	61,000 00

Part XV, Line 3 - Grants and Contributions paid during the year

Name and Address	Relationship	Public Charity Status	Purpose	Paid Amount
Vanderbuilt Univ Medical Center 2525 West End Ave Ste 450 Nashville 37203	N/A	PC	Program Needs	100,000 00
La Fundacion Lanctot : CALLE ESMERALDA S/N ENTRE VIOLETA Y GRIS COLONIA ARCOIRIS II LA PAZ, B C S , MEXICO CP 23088	N/A	PC	Program Needs	511,486 36
YMCA of Middle TN 1000 Church Street Nashville TN 37203	N/A	PC	Program Needs	79,250 00
Rocky Mtn Hyperbaric Ass 225 South Boulder Rd Louisville CO	N/A	PC	Program Needs	50,000 00
CoBiz Financial - Biz Bash 821 17th Street, Denver CO 80202	N/A	PC	Program Needs	6,000 00
				2,533,036 36
				2,533,036.36