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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

2017

Open to Public Inspection

For calendar year 2017, or tax year beginning 01-01-2017 , and ending 12-31-2017

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) Room/suite
555 17TH STREET Suite 3200

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)*▶$ 1,909,032

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	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	38,341	38,341		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	49,333			
	b	Gross sales price for all assets on line 6a 237,311				
	7	Capital gain net income (from Part IV, line 2)		49,333		
	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)	193	193		
	12	**Total.** Add lines 1 through 11	87,867	87,867		
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)	2,375	2,018	0	357
	c	Other professional fees (attach schedule)	17,349	14,747		2,602
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,757			1,757
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	55	55		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	21,536	16,820	0	4,716
	25	Contributions, gifts, grants paid	83,000			83,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	104,536	16,820	0	87,716
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-16,669			
	b	**Net investment income** (if negative, enter -0-)		71,047		
	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	40,268	40,474	40,474
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)	1,181,175	1,137,959	1,541,865
c	Investments—corporate bonds (attach schedule)	304,730	331,071	326,693
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)	1,526,173	1,509,504	1,909,032
Liabilities 17	Accounts payable and accrued expenses			
18	Grants payable	16,000	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)	16,000	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	1,510,173	1,493,504	
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)	1,510,173	1,493,504	
31	**Total liabilities and net assets/fund balances** (see instructions)	1,526,173	1,509,504	

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	1,510,173
2	Enter amount from Part I, line 27a	2	-16,669
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,493,504
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	1,493,504

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			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	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	49,333
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))
2016	82,319	1,661,389	0 049548
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

2 Total of line 1, column (d)	2	0 24673
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 049346
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	1,818,286
5 Multiply line 4 by line 3	5	89,725
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	710
7 Add lines 5 and 6	7	90,435
8 Enter qualifying distributions from Part XII, line 4	8	87,716

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	1,421
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	1,421
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	1,421
6	Credits/Payments			
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a 1,004		
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	1,004
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	417
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 2018 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 2017 or the taxable year beginning in 2017 (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)

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 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		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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2017?	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 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 ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 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 .)*	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 2017?	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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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	Title, and average hours per week **(b)** devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Total number of other employees paid over $50,000. ▶				

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 42 CHARITIES FOR CONTINUATION OF THEIR CHARITABLE ACTIVITIES	83,000
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	1,814,545
b	Average of monthly cash balances	1b	31,431
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,845,976
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	1,845,976
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	27,690
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,818,286
6	**Minimum investment return.** Enter 5% of line 5	6	90,914

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	90,914
2a	Tax on investment income for 2017 from Part VI, line 5	2a	1,421		
b	Income tax for 2017 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,421
3	Distributable amount before adjustments Subtract line 2c from line 1			3	89,493
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	89,493
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	89,493

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	87,716
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	87,716
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	87,716

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				89,493
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			0	
b Total for prior years 2015 , 2014 , 2013		0		
3 Excess distributions carryover, if any, to 2017				
a From 2012.				
b From 2013.				
c From 2014. 4,225				
d From 2015. 2,764				
e From 2016. 251				
f **Total** of lines 3a through e.	7,240			
4 Qualifying distributions for 2017 from Part XII, line 4 ▶ $ 87,716				
a Applied to 2016, 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 2017 distributable amount.				87,716
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2017 *(If an amount appears in column (d), the same amount must be shown in column (a))*	1,777			1,777
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,463			
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 2016 Subtract line 4a from line 2a Taxable amount—see instructions			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)				
8 Excess distributions carryover from 2012 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2018.** Subtract lines 7 and 8 from line 6a	5,463			
10 Analysis of line 9				
a Excess from 2013.				
b Excess from 2014. 2,448				
c Excess from 2015. 2,764				
d Excess from 2016. 251				
e Excess from 2017.				

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 2017, 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) 2017	**(b)** 2016	**(c)** 2015	**(d)** 2014	
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**				83,000
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	38,341	
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	49,333	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a OTHER MISC			01	193	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				87,867	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 87,867

(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

******	2020-05-03	******	May the IRS discuss this return with the preparer shown below (see instr)? ☑ **Yes** ☐ **No**
Signature of officer or trustee	Date	Title	

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
MELINDA BREWER		2018-05-03		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)
85 ANADARKO PETROLEUM		2014-05-14	2017-01-27
45 ANADARKO PETROLEUM		2015-01-29	2017-01-27
78 ANADARKO PETROLEUM		2016-02-24	2017-01-27
50 CELGENE		2015-03-05	2017-02-27
30 CELGENE		2016-02-24	2017-02-27
250 TORO COMPANY		2015-04-23	2017-05-15
120 CHECK PT SOFTWARE TECH		2014-05-07	2017-06-27
72 FIRST REPUBLIC BANK		2014-02-03	2017-06-27
93 UNITED HEALTH		2014-10-30	2017-09-21
50 FED EX		2015-08-27	2017-09-21

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)
5,935		8,651	-2,716
3,142		3,554	-412
5,446		2,766	2,680
6,033		6,044	-11
3,620		3,043	577
16,701		8,672	8,029
13,349		7,640	5,709
7,143		3,438	3,705
18,179		8,697	9,482
10,955		7,648	3,307

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	
			-2,716
			-412
			2,680
			-11
			577
			8,029
			5,709
			3,705
			9,482
			3,307

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)
25 CIGNA CORP		2013-09-26	2017-09-21
50 CIGNA CORP		2013-10-29	2017-09-21
75 LENNOX INTERNATIONAL		2014-05-14	2017-09-26
245 INTERCONTINENTAL EXCH		2016-04-11	2017-09-26
7497 116 IVY HIGH INCOME		2014-02-10	2017-10-24
200 GUGGENHEIM S&P 500 EQL WHT		2014-02-21	2017-11-07
25000 AMAZON COM INC		2014-03-11	2017-11-29
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)
4,568		1,950	2,618
9,136		3,705	5,431
12,994		6,302	6,692
16,458		11,437	5,021
57,053		65,000	-7,947
19,380		14,431	4,949
25,000		25,000	
			2,219

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	
			2,618
			5,431
			6,692
			5,021
			-7,947
			4,949

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 SUITE 3200 DENVER, CO 80202	PRESIDENT, DIRECTOR 3 0	0	0	0
CLAUDE M MAER JR 555 17TH STREET SUITE 3200 DENVER, CO 80202	DIRECTOR 2 0	0	0	0
KAMI POMERANTZ 555 17TH STREET SUITE 3200 DENVER, CO 80202	VP, TREASURER, DIRECTOR 3 0	0	0	0
JEAN GUYTON 555 17TH STREET SUITE 3200 DENVER, CO 80202	SECRETARY, DIRECTOR 2 0	0	0	0
LUCY HAHN 555 17TH STREET SUITE 3200 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
Total . . . . ▶ **3a**				83,000

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*				
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
THE KEMPE CHILDRENS FOUNDATION 13123 E 16TH AVE B390 AURORA, CO 80045	NONE	PC	PREVENTION AND TREATMENT OF CHILD ABUSE AND NEGLECT	1,500
COLORADO CENTER ON LAW AND POLICY 623 FOX SUITE 300 DENVER, CO 80204	NONE	PC	EDUCATION AND INDIGENT SUPPORT	2,000
COLORADO HISTORICAL SOCIETY FOUNDATION 1300 BROADWAY DENVER, CO 80203	NONE	PC	HISTORIC PRESERVATION	1,000
Total . . . . ▶ **3a**				83,000

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*				
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	3,000
DENVER MUSUEM OF NATURE AND SCIENCE 2001 COLORADO BLVD DENVER, CO 802055798	NONE	PC	EXHIBITIONS-WILDLIFE, HISTORIC CIVILIZATIONS	2,000
KARIS COMMUNITY HOME 1361 DETROIT DENVER, CO 80206	NONE	PC	PROVIDE HOUSING FOR THE MENTALLY DISTURBED	2,500
Total . . . . ▶ **3a**				83,000

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*				
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	2,500
SCHOLARS UNLIMITED 3401 QUEBEC ST 5010 DENVER, CO 80207	NONE	PC	PROMOTE ACADEMIC SUCCESS FOR STRUGGLING ELEMENTARY STUDENTS	3,000
JEWISH FAMILY SERVICES OF DENVER 3201 S TAMARAC DR DENVER, CO 80231	NONE	PC	RESTORE WELL-BEING TO THE VULNERABLE	2,000
CONFLICT CENTER4140 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
Total . . . . ▶ **3a**				83,000

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*				
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 FOUNDATIONPO BOX 180 MANCOS, CO 81328	NONE	PC	PROVIDE SCHOLARSHIP GRANTS FOR PARTICIPATION IN SUMMER CAMPS	2,000
WILDERNESS WORKSHOPPO BOX 1442 CARBONDALE, CO 81623	NONE	PC	TO PROTECT ECOLOGICAL HEALTH OF PUBLIC LANDS	2,000
Total . . . . ▶ 3a				83,000

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*				
HEALTH SET4200 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
BESSIES HOPE1761 N OGDEN ST DENVER, CO 80218	NONE	PC	ENHANCING QUALITY OF LIFE FOR NURSING HOME ELDERS	2,000
ENERGY OUTREACH COLORADO 225 E 16TH AVE 200 DENVER, CO 802031612	NONE	PC	ENERGY ASSISTANCE	2,000
Total . . . . ▶ 3a				83,000

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*				
COLORADO COALITION FOR THE HOMELESS 2111 CHAMPA ST DENVER, CO 80205	NONE	PC	INDIGENT CARE	1,000
SAME CAFE2023 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 FARMS181 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
Total . . . . ▶ 3a				83,000

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*				
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	3,000
COLFAX COMMUNITY NETWORK 1585 KINGSTON ST AURORA, CO 80010	NONE	PC	INDIGENT CARE	1,500
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	2,000
COLORADO BALLET1075 SANTA FE DR DENVER, CO 80204	NONE	PC	TO ENHANCE THE CULTURAL LIFE OF COLORADO THROUGH PERFORMANCES OF THE PROFESSIONAL DANCE COMPANY	2,000
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
Total . . . . ▶ **3a**				83,000

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*				
SECOND WIND FUND 13701 W JEWELL AVE STE 251 LAKEWOOD, CO 80228	NONE	PC	YOUTH SUICIDE PREVENTION	2,000
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**				83,000

TY 2017 Accounting Fees Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Accounting Fees Schedule

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE	2,375	2,018		357

TY 2017 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 2017 Depreciation Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

TY 2017 Investments Corporate Bonds Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25,000 AMAZON COM INC	0	
50,000 GOLDMAN SACHS GRP INC	50,320	49,636
25,000 PEPSICO INC	25,336	25,066
25,000 EMERSON ELECTRIC	26,650	25,290
50,000 APPLE INC SR GLBL NT	50,224	50,123
25,000 VERIZON COMMUNICATIONS	25,157	25,141
25,000 EBAY INC SR GLBL NT	24,955	24,975
25,000 JP MORGAN	25,650	25,095
25,000 WELLS FARGO	26,828	25,783
25,000 JP MORGAN CHASE	24,801	24,836
25,000 MERC & CO INC	24,961	24,906
25,000 TOYOTA MOTOR CREDIT	26,189	25,842

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TY 2017 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
68 SH ACCENTURE PLC	6,686	10,410
58 SH ACCENTURE PLC	3,304	8,879
20 SH AMAZON COM INC.	7,005	23,389
6 SH AMAZON COM INC.	3,253	7,017
130 SH ANADARKO PETROLEUM CORP	0	
78 SH ANADARKO PETROLEUM CORP	0	
172 SH AMPHENOL CORP	6,865	15,102
18 ALPHABET INC(FORMLY GOOGLE)	7,488	18,962
3 ALPHABET INC(FORMLY GOOGLE)	2,136	3,160
210 SH APPLE INC	24,449	35,538
125 SH BERKSHIRE HATHAWAY	18,473	24,778
27 SH BLACKROCK INC	6,086	13,870
75 SH CIGNA CORP	0	
78 SH CHURCH & DWIGHT INC	3,557	3,913
200 SH CHURCH & DWIGHT INC	6,099	10,034
120 SH CHECKPOINT SFTWR TECH	0	
150 SH DISNEY WALT CO	15,252	16,126
115 SH DISNEY WALT CO	7,240	12,364
358 SH GENERAL ELECTRIC	10,213	6,247
100 SH DISCOVER FINL SRVCS	5,172	7,692
96 SH ECOLAB INC	9,483	12,881
500 EMERSON ELECTRIC	29,618	34,845
106 SH ESTEE LAUDER CO INC	7,520	13,488
100 SH FIRST REPUBLIC BANK SF	4,775	8,664
72 SH FIRST REPUBLIC BANK SF	0	
150 SH GILEAD SCIENCES INC.	11,939	10,746
100 SH GILEAD SCIENCES INC.	6,708	7,164
75 SH GILEAD SCIENCES INC.	5,533	5,373
22 SH HONEYWELL INTL INC	2,248	3,374
110 SH HONEYWELL INTL INC	9,151	16,870

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 SH FACEBOOK INC	7,872	17,646
32 SH FACEBOOK INC	3,366	5,647
288 SH HORMEL FOODS (STK SPLT)	6,352	10,480
1200 SH ISHARE CORE S&P SM CAP	61,367	92,172
266 SH JP MORGAN CHASE & CO	11,599	28,446
75 LENNOX INTL INC	0	
165 SH LOWES	6,793	15,335
125 SH INTUIT COM	10,079	19,723
156 SH MASTERCARD INC.	10,582	23,612
36 SH MARRIOTT INTL INC	2,783	4,886
50 SH FEDEX CORP	0	
180 SH NIKE INC	6,068	11,259
150 PEPSI	16,557	17,988
300 POWERSHARES DYN PHARM	18,381	19,251
45 SH O REILLY AUTOMOTIVE INC	5,665	10,824
400 SH MICROSOFT	19,956	34,216
50 SH CELGENE CORP	0	
30 SH CELGENE CORP	0	
200 SH GUGGENHEIM (RYDEX)	0	
1,800 SH GUGGENHEIM (RYDEX)	126,576	181,854
800 SH SPDR SER TR S&P DIV	56,729	75,584
797.766 SH CAMBIAR INTL EQ	20,030	22,720
3,394.433 PAX WRLD SM CAP INST	50,030	56,110
150 PACCAR	9,399	10,662
150 SCHLUMBERGER	13,567	10,109
92 SH TRAVELERS COS INC	5,964	12,479
165 SH ISHARE CORE S&P MID CAP	25,341	31,314
150 SH ISHARE CORE S&P MID CAP	23,206	28,467
125 SH STRYKER	13,890	19,355
93 SH UNITED HEALTH GROUP INC	0	

Name of Stock	End of Year Book Value	End of Year Fair Market Value
172 SH WELLS FARGO & CO	6,510	10,435
59 SH WELLS FARGO & CO	2,768	3,580
250 (STK SPLT) TORO CO ISIN	0	
4393.673 FIDELITY ADVISOR R/E	50,000	52,504
245 SH INTERCONTINENTAL EXCH	0	
2,238.138 THOMPSON BOND FND	25,000	25,492
1,286.360 SH DODGE & COX INTL	53,973	59,584
2,467.917 FEDERATED INST HIGH	25,020	24,679
7,497.116 IVY HIGH INCOME CL Y	0	
6,365.462 SH OPPENHEIMER SR FL	53,297	51,624
4.4 SH ADVANSIX INC	48	185
0.6 SH ADVANSIX INC	8	25
1,254.514 OPPENHEIMER DEV MKTS	42,460	53,869
3237.265 SH PRINCIPAL PREFERRE	32,680	33,635
89 SH COSTCO WHOLESALE CORP	10,339	16,565
500 CISCO SYSTEMS	13,910	19,150
500 CONOCO PHILLIPS	20,270	27,445
123 SH JOHNSON & JOHNSON	10,897	17,186
67 SH ORACLE CORPORATION	1,799	3,168
163 SH ORACLE CORPORATION	6,605	7,706
350 SCHWAB CHARLES CORP	11,825	17,980
141 SCHWAB CHARLES CORP	3,294	7,243
100 SH RAYTHEON	14,851	18,785

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TY 2017 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
ACCRUED INTEREST	52	52		
MISC	3	3		

TY 2017 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 MISC	193	193	

TY 2017 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	17,349	14,747		2,602

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TY 2017 Taxes Schedule

Name: THE HUMPHREYS FOUNDATION

EIN: 84-6021274

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES PAID	1,757			1,757