

EXTENDED TO MAY 15, 2019

Return of Private Foundation

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

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

OMB No 1545-0052

2017

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2017 or tax year beginning JUL 1, 2017, and ending JUN 30, 2018

Name of foundation

NEXTFIFTY INITIATIVE

Number and street (or P.O. box number if mail is not delivered to street address)

950 S. CHERRY STREET

Room/suite

510

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

DENVER, CO 80246

A Employer identification number

26-2700185

B Telephone number

303-547-1800

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)

\$ 206,044,944.

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).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1	Contributions, gifts, grants, etc., received			N/A	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	71,315.	71,315.		STATEMENT 1
4	Dividends and interest from securities	3,563,962.	3,563,962.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	649,443.			
b	Gross sales price for all assets on line 6a	215,016,204.			
7	Capital gain net income (from Part IV, line 2)		649,443.		
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	1,409.	1,409.		STATEMENT 3
12	Total. Add lines 1 through 11	4,286,129.	4,286,129.		
13	Compensation of officers, directors, trustees, etc.	502,022.	15,599.		486,423.
14	Other employee salaries and wages	202,719.	0.		202,719.
15	Pension plans, employee benefits	62,825.	730.		62,095.
16a	Legal fees	112,547.	0.		112,547.
b	Accounting fees	50,130.	0.		50,130.
c	Other professional fees	551,240.	482,755.		68,485.
17	Interest				
18	Taxes	114,348.	0.		44,193.
19	Depreciation and depletion	8,022.	0.		
20	Occupancy	80,803.	0.		83,797.
21	Travel, conferences, and meetings	35,453.	0.		35,453.
22	Printing and publications	6,596.	0.		6,596.
23	Other expenses	234,562.	5,460.		257,038.
24	Total operating and administrative expenses. Add lines 13 through 23	1,961,267.	504,544.		1,409,476.
25	Contributions, gifts, grants paid	10,586,714.			7,542,335.
26	Total expenses and disbursements. Add lines 24 and 25	12,547,981.	504,544.		8,951,811.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<8,261,852.>			
b	Net investment income (if negative, enter -0-)		3,781,585.		
c	Adjusted net income (if negative, enter -0-)			N/A	

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	865,562.	291,433.	291,433.
	2 Savings and temporary cash investments	115,276,914.	3,736,843.	3,736,843.
	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			
	7 Other notes and loans receivable ▶ 38,274.			
	Less: allowance for doubtful accounts ▶ 0.	313,750.	38,274.	38,274.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	6,093.	38,893.	38,893.
	10a Investments - U.S. and state government obligations STMT 9	0.	22,884,591.	22,884,591.
	b Investments - corporate stock STMT 10	31,502,836.	124,682,864.	124,682,864.
	c Investments - corporate bonds STMT 11	48,720,084.	54,288,631.	54,288,631.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶ 91,209.				
Less: accumulated depreciation STMT 12 ▶ 8,022.	30,112.	83,187.	83,187.	
15 Other assets (describe ▶ STATEMENT 13)	15,391,881.	228.	228.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	212,107,232.	206,044,944.	206,044,944.	
Liabilities	17 Accounts payable and accrued expenses	74,800.	61,308.	
	18 Grants payable		2,831,187.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)	3,043,577.	34,222.	
23 Total liabilities (add lines 17 through 22)	3,118,377.	2,926,717.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26, and lines 30 and 31.			
	24 Unrestricted	208,988,855.	203,118,227.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> 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	208,988,855.	203,118,227.		
31 Total liabilities and net assets/fund balances	212,107,232.	206,044,944.		

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	208,988,855.
2 Enter amount from Part I, line 27a	2	<8,261,852.>
3 Other increases not included in line 2 (itemize) ▶ UNREALIZED GAINS AND LOSSES	3	2,391,224.
4 Add lines 1, 2, and 3	4	203,118,227.
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	203,118,227.

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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 SALE OF PUBLICLY TRADED STOCK	P	VARIOUS	06/30/18
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 215,016,204.		214,366,761.	649,443.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(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	
a			649,443.
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	649,443.
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	1,246,520.	193,433,121.	.006444
2015			
2014			
2013			
2012			

2 Total of line 1, column (d)	2	.006444
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	.006444
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5	4	197,555,795.
5 Multiply line 4 by line 3	5	1,273,050.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	37,816.
7 Add lines 5 and 6	7	1,310,866.
8 Enter qualifying distributions from Part XII, line 4	8	9,012,908.

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

c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b).

1	37,816.
2	0.
3	37,816.
4	0.
5	37,816.

2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

3 Add lines 1 and 2

4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)

5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6 Credits/Payments:

6a	40,000.
6b	0.
6c	0.
6d	0.

7 Total credits and payments. Add lines 6a through 6d

8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed

10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid

11 Enter the amount of line 10 to be: Credited to 2018 estimated tax 2,084. Refunded 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition. 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.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <u>\$ 0.</u> (2) On foundation managers. <u>\$ 0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <u>\$ 0.</u>		
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.		X
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	X	
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>CO</u>		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions	11	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? Website address ► WWW.NEXTFIFTYINITIATIVE.ORG	13	X
14 The books are in care of ► MARK HOCKENBERG Telephone no. ► 303-547-1800 Located at ► 950 S CHERRY STREET STE 510, DENVER, CO ZIP+4 ► 80246		
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
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? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 Organizations relying on a current notice regarding disaster assistance, check here ► <input type="checkbox"/>	1b	X
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	2b	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? 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?	4a	X
	4b	X

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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

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 16

☒ 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?

If "Yes" to 6b, file Form 8870.

6b ☐ ☒

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?

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 15		502,022.	44,161.	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
LISA SULLIVAN - 950 S. CHERRY STREET, STE 510, DENVER, CO 80246	PROGRAM OFFICER	66,431.	0.	0.

Total number of other employees paid over \$50,000

▶ 0

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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
POLSINELLI, PC PO BOX 878681, KANSAS CITY, MO 64187	LEGAL SERVICES	93,982.

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.

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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	191,700,491.
b	Average of monthly cash balances	1b	8,863,768.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	200,564,259.
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	200,564,259.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,008,464.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	197,555,795.
6	Minimum investment return. Enter 5% of line 5	6	9,877,790.

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	9,877,790.
2a	Tax on investment income for 2017 from Part VI, line 5	2a	37,816.
b	Income tax for 2017. (This does not include the tax from Part VI.)	2b	252.
c	Add lines 2a and 2b	2c	38,068.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	9,839,722.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	9,839,722.
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	9,839,722.

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	8,951,811.
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	61,097.
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	9,012,908.
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	37,816.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	8,975,092.

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.

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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				9,839,722.
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only			8,395,529.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2017:				
a From 2012				
b From 2013				
c From 2014				
d From 2015				
e From 2016				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2017 from Part XII, line 4: ▶ \$ 9,012,908.				
a Applied to 2016, but not more than line 2a			8,395,529.	
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				617,379.
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))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
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				9,222,343.
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	0.			
9 Excess distributions carryover to 2018. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9.				
a Excess from 2013				
b Excess from 2014				
c Excess from 2015				
d Excess from 2016				
e Excess from 2017				

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
Name and address (home or business)				
a Paid during the year				
A LITTLE HELP 2755 S LOCUST STREET, SUITE 220 DENVER, CO 80203	NA	PC	A LITTLE HELP IN LARIMER COUNTY	60,000.
AMBLICAB 5640 N ACADEMY BLVD COLORADO SPRINGS, CO 80918	NA	PC	TRANSPORTATION TECHNOLOGY FOR SENIORS	10,000.
BAYAUD ENTERPRISES 333 W BAYAUD AVENUE DENVER, CO 80223	NA	PC	COMMUNITY RESOURCE NAVIGATION	82,445.
BELL POLICY CENTER 1905 SHERMAN STREET, SUITE 900 DENVER, CO 80203	NA	PC	HEALTHY AGING AND LONG-TERM CARE POLICY PROJECT	130,833.
BESSIE'S HOPE PO BOX 12675 DENVER, CO 80212	NA	PC	PLANNING GRANT FOR RESEARCH AND STRATEGIC PLANNING FOR THE BESSIE'S HOPE CENTER FOR INTERGENERATIONAL	10,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				7,542,335.
b Approved for future payment				
AMBLICAB 5640 N ACADEMY BLVD COLORADO SPRINGS, CO 80918	NA	PC	TRANSPORTATION TECHNOLOGY FOR SENIORS	10,000.
BAYAUD ENTERPRISES 333 W BAYAUD AVENUE DENVER, CO 80223	NA	PC	COMMUNITY RESOURCE NAVIGATION (NAVIGATOR)	81,020.
BELL POLICY CENTER 1905 SHERMAN STREET, SUITE 900 DENVER, CO 80203	NA	PC	HEALTHY AGING AND LONG-TERM CARE POLICY PROJECT	119,167.
Total SEE CONTINUATION SHEET(S) ▶ 3b				10,896,825.

Form 990-PF (2017)

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 other organization described in section 501(c)(3) (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 | | X |
| (2) | Other assets | | X |
| b | Other transactions: | | |
| (1) | Sales of assets to a noncharitable exempt organization | | X |
| (2) | Purchases of assets from a noncharitable exempt organization | | X |
| (3) | Rental of facilities, equipment, or other assets | | X |
| (4) | Reimbursement arrangements | | X |
| (5) | Loans or loan guarantees | | X |
| (6) | Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | 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. | | |

[illegible]

- 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 ☒ 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.				May the IRS discuss this return with the preparer shown below? See instructions. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee 		Date 5/7/2019		Title CHIEF FINANCIAL OFFICER		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date 5-3-19		
	KIMBERLY A RYAN				Check <input type="checkbox"/> if self-employed PTIN P00829977		
	Firm's name ▶ RUBINBROWN LLP					Firm's EIN ▶ 43-0765316	
	Firm's address ▶ 1900 16TH STREET, SUITE 300 DENVER, CO 80202					Phone no. 303-698-1883	

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
BOULDER COUNTY AREA AGENCY ON AGING, COMMUNITY SERVICES DEPARTMENT 482 N BROADWAY BOULDER, CO 80301	NA	GOV	STATEWIDE COMMUNITY ASSESSMENT SURVEY OF OLDER ADULTS (CASOA)	221,665.
BOULDER COUNTY CARECONNECT 6325 GUNPARK DRIVE, #F BOULDER, CO 80301	NA	GOV	SAFETY NET SERVICES	35,000.
BROTHERS REDEVELOPMENT, INC. 2250 EATON STREET, SUITE B EDGEWATER, CO 80214	NA	PC	HOME MODIFICATION & REPAIR (HMR)	75,000.
CITY OF THORNTON FIRE DEPARTMENT 9500 CIVIC CENTER DRIVE THORNTON, CO 80229	NA	GOV	HOME & WELLNESS VISIT	51,168.
COAL CREEK MEALS ON WHEELS 455 NORTH BURLINGTON AVENUE LAFAYETTE, CO 80026	NA	PC	LATINO RECRUITMENT AND CULTURAL COMPETENCY	25,000.
COLORADO CONSUMER HEALTH INITIATIVE 1420 OGDEN, SUITE A1 DENVER, CO 80218	NA	GOV	CONSUMER BENEFITS EDUCATION, ASSISTANCE & NAVIGATION	125,000.
COLORADO DEPARTMENT OF HUMAN SERVICES 1575 SHERMAN STREET DENVER, CO 80203	NA	GOV	PACE OMBUDSMAN	231,303.
COLORADO GERONTOLOGICAL SOCIETY 1330 LEYDEN STREET, STE 148 DENVER, CO 80220	NA	PC	THE COLORADO SENIOR RESOURCE GUIDEBOOK - AN ONLINE RESOURCE FOR FAMILIES AND PROFESSIONALS	83,250.
COLORADO HEALTH INSTITUTE 303 EAST 17TH AVENUE, SUITE 930 DENVER, CO 80203	NA	PF	ITS ALL ABOUT COMMUNITY: MEASURING AND ADDRESSING COMMUNITY CAPACITY FOR AGING	106,377.
COLORADO MESA UNIVERSITY 1100 NORTH AVENUE GRAND GRAND JUNCTION, CO 81501	NA	PC	WESTERN COLORADO FRAILTY INDEX: ENHANCING QUALITY OF LIFE THROUGH COLLABORATION AND DATA	151,952.
Total from continuation sheets				7,249,057.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
COLORADO NONPROFIT DEVELOPMENT CENTER 789 SHERMAN STREET, SUITE 250 DENVER, CO 80203	NA	PC	THE LEADERSHIP AND COMMUNITY EDUCATION ACADEMY FOR OLDER ADULTS	75,000.
COLORADO NONPROFIT DEVELOPMENT CENTER 789 SHERMAN STREET, SUITE 250 DENVER, CO 80203	NA	PC	AGING RESOURCE CENTER	70,000.
COLORADO RURAL HEALTH CENTER 3033 S PARKER ROAD, STE 606 AURORA, CO 80014	NA	PC	ICARE IMPROVING COMMUNICATIONS AND READMISSIONS	240,829.
COLORADO, STATE OF 200 EAST COLFAX, ROOM 115 DENVER, CO 80203	NA	GOV	SENIOR ADVISOR ON AGING	150,000.
COMMUNITY RESOURCE CENTER 789 SHERMAN STREET, STE 210 DENVER, CO 80203	NA	PC	RURAL PHILANTHROPY DAYS	10,000.
CROWN MOUNTAIN PARK & RECREATION DISTRICT 20 EAGLE CTY DRIVE, SUITE F EL JEBEL, CO 81623	NA	GOV	CROWN MOUNTAIN MOTION & WELLNESS PLAYGROUND	79,708.
DENTAL AID, INC. 1285 CENTAUR VILLAGE DRIVE, SUITE 200 LAFAYETTE, CO 80303	NA	PC	PROVISION OF DENTAL SERVICES AT SENIOR PUBLIC HOUSING SITES	48,900.
DENTAL LIFELINE NETWORK 1800 15TH STREET, SUITE 100 DENVER, CO 80202	NA	PC	DENTAL HOUSECALLS - WESTERN SLOPE	50,000.
DENVER CIVIC VENTURES, INC. 1515 ARAPAHOE STREET, TOWER II, SUITE 400 DENVER, CO 80202	NA	PC	DENVER STARTUP WEEK	20,000.
DENVER POST COMMUNITY FOUNDATION 101 WEST COLFAX DENVER, CO 80202	NA	PC	PEDAL THE PLAINS	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
DRCOG 1290 BROADWAY, SUITE 100 DENVER, CO 80203	NA	GOV	ACCOUNTABLE HEALTH COMMUNITY	125,000.
DRCOG 1290 BROADWAY, SUITE 100 DENVER, CO 80203	NA	GOV	NO-CO=PAY-RADIO	45,000.
EASTER SEALS COLORADO 5755 W ALAMEDA AVENUE LAKEWOOD, CO 80226	NA	PC	HOSPITAL TO HOME (H2)	75,000.
FIRST JUDICIAL DISTRICT ATTORNEY 500 JEFFERSON COUNTY PARKWAY GOLDEN, CO 80401	NA	GOV	KEEPING OLDER ADULTS SAFE: LOOK BEFORE YOU LEAP!	50,000.
FRONT RANGE THEATRE COMPANY PO BOX 1224 CASTLE ROCK, CO 80104	NA	PC	A KISS FOR MY DAUGHTER/A KISS FOR MY FATHER ALZHEIMER'S AND DEMENTIA COMMUNITY OUTREACH	25,000.
HABITAT FOR HUMANITY OF METRO DENVER 32435 ELIOT STREET DENVER, CO 80211	NA	PC	NEIGHBORHOOD REVITALIZATION: AGING-IN-PLACE THROUGH HOME REPAIR & PRESERVATION	75,000.
HEALTH DISTRICT OF NORTHERN LARIMER COUNTY 120 BRISTLECONE DRIVE FORT COLLINS, CO 80524	NA	GOV	ADVANCE CARE PLANNING	37,695.
INNOVATIONS IN AGING COLLABORATIVE 1625 SOUTH MURRAY BLVD. COLORADO SPRINGS, CO 80916	NA	PC	CAPACITY BUILDING FOR CREATION AND LAUNCH OF A COMPREHENSIVE SENIOR SERVICES AND RESOURCES PORTAL & SMART PHONE	25,000.
JOHNSON ADULT DAY PROGRAM 3444 SOUTH EMERSON STREET ENGLEWOOD, CO 80113	NA	PC	FISCAL 2018 OPERATIONS	1,058,670.
KAVOD SENIOR LIFE 22 S ADAMS STREET DENVER, CO 80209	NA	PC	KAVOD IN THE CITY	52,595.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
LA VETA VILLAGE, INC. 109 EAST FRANCISCO STREET PO BOX 143 LA VETA, CO 81055	NA	PC	LA VETA VILLAGE AUDITED FINANCIAL STATEMENTS	10,000.
LINCOLN COMMUNITY HOSPITAL 111 6TH STREET HUGO, CO 80821	NA	GOV	CREATING ACCESS FOR THE RURAL AGING USING TECHNOLOGY	200,000.
LUTHERAN FAMILY SERVICES ROCKY MOUNTAINS 363 S HARLAN STREET, SUITE 200 DENVER, CO 80226	NA	PC	OLDER ADULT AND CAREGIVER SERVICES - COUNSELING PROGRAM	41,844.
MEALS ON WHEELS OF CENTRAL MARYLAND 515 SOUTH HAVEN STREET BALTIMORE, MD 21224	NA	PC	TOGETHER IN CARE PILOT PROJECT: A PARTNERSHIP BETWEEN MEALS ON WHEELS OF CENTRAL MARYLAND, JOHNS	133,324.
MEALS ON WHEELS OF LOVELAND AND BERTHOUD, INC. 437 NORTH GARFIELD AVENUE LOVELAND, CO 80537	NA	PC	BUILDING CAPACITY THROUGH TECHNOLOGY UPGRADE	19,500.
NATIONAL COUNCIL ON AGING 251 18TH STREET SOUTH SUITE 500 ARLINGTON, VA 22202	NA	PC	AGING MASTERY IN COLORADO	149,850.
NECALG 231 MAIN STREET, SUITE 211 FORT MORGAN, CO 80701	NA	GOV	N.E. COLORADO AAA: DEMENTIA FRIENDLY COMMUNITIES AND ASSISTIVE DEVICE SERVICES FOR SENIORS	50,000.
NEW MEXICO NURSES FOUNDATION PO BOX 418 SANTA FE SANTA FE, NM 87501	NA	PC	FITBITS	500.
OFFICE OF THE DISTRICT ATTORNEY - 18TH JUDICIAL 6450 S REVERE PARKWAY CENTENNIAL, CO 80111	NA	GOV	COLORADO AT-RISK ELDER SYSTEM (CARES)	67,000.
OLDER ADULTS TECHNOLOGY SERVICES, INC. 168 7TH STREET, SUITE 3A BROOKLYN, NY 11215	NA	PC	SENIOR PLANET COLORADO	750,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
OUT AND ABOUT COLORADO 1500 WEST LITTLETON BLVD, SUITE 201 LITTLETON, CO 80120	NA	PC	HOLISTIC SERVICES FOR PEOPLE WITH ALZHEIMER AND THEIR CARE PARTNERS	12,500.
OUT BOULDER COUNTY 2132 14TH STREET BOULDER, CO 80302	NA	PC	CHAPTER 10 -- OLDER LGBT ADULT PROGRAM	25,000.
PARTNERSHIP FOR AGE-FRIENDLY COMMUNITIES PO BOX 288 COLLINS, CO 80521	NA	PC	CAPACITY BUILDING - PAFC IN LARIMER COUNTY	22,540.
PARTNERSHIP FOR AGE-FRIENDLY COMMUNITIES PO BOX 288 COLLINS, CO 80521	NA	PC	LIVABLE LARIMER COUNTY	25,000.
PASSAGEWORKS INSTITUTE 3050 BROADWAY STREET, #203 BOULDER, CO 80304	NA	PC	CIRCLETALK: INVESTING IN A HEALTHIER AGING PROCESS FOR ADULTS THROUGH CONNECTION AND MEANINGFUL ENGAGEMENT	11,750.
PRAIRIE FAMILY CENTER 390 14TH STREET BURLINGTON, CO 80807	NA	PC	TAI-CHI FOR SENIORS	11,280.
PROJECT ANGEL HEART 4950 WASHINGTON STREET DENVER, CO 80216	NA	PC	RECRUITMENT, TRAINING AND RETENTION OF VOLUNTEERS AGE 50+	20,000.
PVH & MCR FOUNDATION 2315 E HARMONY ROAD, SUITE 200 FORT FORT COLLINS, CO 80528	NA	PC	COMMUNITY PARAMEDICS: PROACTIVE VS. REACTIVE	121,368.
RALSTON HOUSE 10795 WEST 58TH AVENUE ARVADA, CO 80002	NA	PC	RALSTON HOUSE SERVICES FOR VICTIMS OF ELDER ABUSE	25,000.
ROSE COMMUNITY FOUNDATION (LCFC) 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	ADELITA FELLOWSHIP	60,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	LATINO AGE WAVE COLORADO/CONECTORAS OF MONTBELLO	125,000.
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	CHANGING THE NARRATIVE	150,000.
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	SENIOR LAW HANDBOOK	7,500.
SAGE GENERATION 1026 H STREET SALIDA, CO 81201	NA	PC	AFFORDABLE ASSISTED LIVING PROJECT	25,000.
SENIOR MOBILE DENTAL 1436 NORTH HANCOCK AVENUE SPRINGS, CO 80903	NA	PC	AUDITED FINANCIAL STATEMENTS	21,000.
SENIOR RESOURCE SERVICES 800 8TH AVENUE, SUITE 229 GREELEY, CO 80631	NA	PC	MARKETING & PUBLICITY FOR CAPACITY BUILDING	25,000.
SENIOR SERVICE AMERICA, INC. 8403 COLESVILLE ROAD, SUITE 200 SILVER SPRING, MD 20910	NA	PC	HELPING POOR, MINORITY AND EX-OFFENDER RESIDENTS OF DENVER AGE 50 AND OLDER LAND A MEANINGFUL FULL-TIME	187,500.
SENIOR SUPPORT SERVICES 846 EAST 18TH AVENUE DENVER, CO 80218	NA	PC	LOW BARRIER, CLIENT-CENTERED CASE MANAGEMENT SERVICES FOR HOMELESS SENIORS	100,000.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	TWO NEW VANS	132,860.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	PERFECT HOMECOMING	80,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (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
SILVER KEY SENIOR SERVICES 1625 SOUTH MURRAY BLVD. COLORADO SPRINGS, CO 80916	NA	PC	SILVER KEY CENTER FOR ACTIVITY AND WELLNESS	100,000.
SOUTHERN UTE COMMUNITY ACTION PROGRAMS 285 LAKIN STREET PO BOX 800 IGNACIO, CO 81137	NA	PC	IGNACIO SENIOR CENTER: THE-NEXT-GENERATION	109,395.
ST. ANDREW LUTHERAN CHURCH 12150 EAST ANDREWS DRIVE DENVER, CO 80239	NA	PC	OPEN ARMS ASSISTED LIVING AT ST. ANDREW	318,745.
SUNSHINE HOME SHARE COLORADO 2501 NORTH GAYLORD STREET DENVER, CO 80205	NA	PC	HOME SHARING MEETS COMMUNITY GAPS IN IN-HOME SERVICES AND HOUSING	25,000.
TRU COMMUNITY CARE 2594 TRAILRIDGE DRIVE EAST LAFAYETTE, CO 80026	NA	PC	HOSPICE TELE-MEDICINE CENTER	51,798.
UCCS AGING CENTER 4863 NORTH NEVADA AVENUE COLORADO SPRINGS, CO 80918	NA	PC	LINKING AT-RISK SENIORS TO MENTAL HEALTH SERVICES THROUGH COLLABORATION	277,056.
UNIVERSITY OF COLORADO DENVER 13001 E 17TH PL AURORA, CO 80045	NA	GOV	ADVANCED CARE PLANNING	123,924.
UNIVERSITY OF DENVER 2155 EAST WESLEY AVENUE RSECS SUITE 527 DENVER, CO 80210	NA	PC	IMPAIRED FINANCIAL DECISION-MAKING	203,711.
Total from continuation sheets				

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
BENEFITS DATA TRUST CENTRE SQUARE WEST, 1500 MARKET STREET, SUITE 2800 PHILADELPHIA, PA 19102	NA	PC	COORDINATED SNAP TECHNOLOGIES: BRINGING FOOD, HEALTH AND INDEPENDENCE TO LOW-INCOME AGING	138,000.
BROTHERS REDEVELOPMENT, INC. 2250 EATON STREET, SUITE B EDGEWATER, CO 80214	NA	PC	HOME MODIFICATION & REPAIR (HMR)	75,000.
COLORADO CONSUMER HEALTH INITIATIVE 1420 OGDEN SUITE A1 DENVER, CO 80218	NA	GOV	CCHI CONSUMER ASSISTANCE PROGRAM, OLDER ADULTS	50,000.
COLORADO DEPARTMENT OF HUMAN SERVICES 1575 SHERMAN STREET DENVER, CO 80203	NA	GOV	PACE OMBUDSMAN	305,892.
COLORADO HEALTH INSTITUTE 303 EAST 17TH AVENUE, SUITE 930 DENVER, CO 80203	NA	PF	ITS ALL ABOUT COMMUNITY: MEASURING AND ADDRESSING COMMUNITY CAPACITY FOR AGING	111,165.
COLORADO MESA UNIVERSITY 1100 NORTH AVENUE GRAND JUNCTION, CO 81501	NA	PC	WESTERN COLORADO FRAILTY INDEX: ENHANCING QUALITY OF LIFE THROUGH COLLABORATION AND DATA	97,789.
COLORADO NONPROFIT DEVELOPMENT CENTER DBA BENEFITS IN ACTION 789 SHERMAN ST, SUITE 250 DENVER, CO 80203	NA	PC	BOOK A NAVIGATOR	50,000.
COLORADO NONPROFIT DEVELOPMENT CENTER 789 SHERMAN ST, SUITE 250 DENVER, CO 80203	NA	PC	DENVER MEDICAL-LEGAL PARTNERSHIP	83,239.
COLORADO RURAL HEALTH CENTER 3033 S PARKER ROAD, STE 606 AURORA, CO 80014	NA	PC	ICARE IMPROVING COMMUNICATIONS AND READMISSIONS	244,402.
COLORADO, STATE OF 200 EAST COLFAX, ROOM 115 DENVER, CO 80203	NA	GOV	SENIOR ADVISOR ON AGING	300,000.
Total from continuation sheets				10,686,638.

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
COMMUNITY RESOURCE CENTER 789 SHERMAN STREET, STE 210 DENVER, CO 80203	NA	PC	RURAL PHILANTHROPY DAYS	10,000.
DEMENTIA-FRIENDLY COMMUNITIES OF NORTHERN COLORADO 8403 CASTAWAY DRIVE WINDSOR, CO 80528	NA	PC	EDUCATIONAL AND LIFE ENRICHMENT OPPORTUNITIES	10,000.
DENVER PUBLIC LIBRARY FRIENDS FOUNDATION 10 W 14TH AVE PKWY DENVER, CO 80204	NA	PC	BUILDING CAPACITY TO SERVE OLDER ADULTS: TRANSFORMING AGING AT THE DENVER PUBLIC LIBRARY	200,000.
DOMINICAN HOME HEALTH AGENCY INC 2501 GAYLORD ST DENVER, CO 80205	NA	PC	SAVING LIVES; SAVING MONEY THROUGH SAFE MEDICATION ADMINISTRATION	25,000.
DRCOG 1290 BROADWAY, SUITE 100 DENVER, CO 80203	NA	GOV	ACCOUNTABLE HEALTH COMMUNITY	125,000.
EAGLE VALLEY SENIOR LIFE PO BOX 9727 AVON AVON, CO 81620	NA	PC	SENIOR TRANSPORTATION PROJECT	16,000.
ENVIDA (AMBLICAB) 5640 N ACADEMY BLVD COLORADO SPRINGS, CO 80918	NA	PC	TRANSPORTATION TECHNOLOGY FOR SENIORS	10,000.
FIRST JUDICIAL DISTRICT ATTORNEY 500 JEFFERSON COUNTY PARKWAY GOLDEN, CO 80401	NA	GOV	KEEPING OLDER ADULTS SAFE: LOOK BEFORE YOU LEAP!	40,000.
GRAND FAMILY COALITION, INC. 802 WAXBERRY COURT LOVELAND, CO 80538	NA	PC	KINSHIP CAREGIVER OUTREACH PROJECT	23,040.
HEALTH DISTRICT OF NORTHERN LARIMER COUNTY 120 BRISTLECONE DRIVE FORT COLLINS, CO 80524	NA	GOV	ADVANCE CARE PLANNING	121,155.
Total from continuation sheets				

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
JEFFERSON CENTER FOR MENTAL HEALTH 4851 INDEPENDENCE ST STE 200 WHEAT RIDGE, CO 80033	NA	PC	BRINGING OLDER ADULT SUBSTANCE USE IDENTIFICATION AND TREATMENT TO RURAL JEFFERSON, GILPIN, AND	72,131.
KAVOD SENIOR LIFE 22 S ADAMS ST. DENVER, CO 80209	NA	PC	KAVOD IN THE CITY	58,370.
LA VETA TRAILS PO BOX 202 LA VETA, CO 81055	NA	PC	LA VETA PARKS, OPEN SPACE AND TRAILS PLAN	10,000.
LARIMER COUNTY EXTENSION 1525 BLUE SPRUCE DR. FORT COLLINS, CO 80524	NA	GOV	SENIOR ACCESS POINTS OF LARIMER COUNTY: IMPROVING INFORMATION ACCESS FOR RURAL AND ISOLATED RESIDENTS	149,500.
LINCOLN COMMUNITY HOSPITAL 111 6TH STREET HUGO, CO 80821	NA	GOV	CREATING ACCESS FOR THE RURAL AGING USING TECHNOLOGY	200,000.
NEW MEXICO COMMUNITY FOUNDATION 135 W. PALACE AVE #301 SANTA FE, NM 87501	NA	PC	CREATIVE AGING ORGANIZATION'S CAPACITY BUILDING GRANT REQUEST	15,150.
OGALLALA COMMONS, INC. PO BOX 346 NAZARETH, TX 79063	NA	PC	RURAL AND REMOTE	25,000.
OKLAHOMA STATE UNIVERSITY 138 HUMAN SCIENCES STILLWATER, OK 74078	NA	GOV	CONVERGENCE: LAYING THE GROUNDWORK FOR RE-PURPOSING DISTRESSED URBAN MALL ENVIRONMENTS FOR	111,917.
OLDER ADULTS TECHNOLOGY SERVICES, INC. 168 7TH STREET, SUITE 3A BROOKLYN, NY 11215	NA	PC	SENIOR PLANET COLORADO	1,500,000.
OUT AND ABOUT COLORADO 1500 WEST LITTLETON BLVD. SUITE 201 LITTLETON, CO 80120	NA	PC	HOLISTIC SERVICES FOR PEOPLE WITH ALZHEIMERS AND THEIR CARE PARTNERS	12,500.
Total from continuation sheets				

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
OUT BOULDER COUNTY 2132 14TH ST BOULDER, CO 80306	NA	PC	OUT BOULDER COUNTY FINANCIAL AUDIT	6,000.
PASSAGEWORKS INSTITUTE 3050 BROADWAY STREET, #203 BOULDER, CO 80304	NA	PC	CIRCLETALK: INVESTING IN A HEALTHIER AGING PROCESS FOR ADULTS THROUGH CONNECTION AND MEANINGFUL ENGAGEMENT	13,250.
PILLAR INSTITUTE FOR LIFELONG LEARNING 1710 BRIARGATE BLVD, SUITE 847 COLORADO SPRINGS, CO 80920	NA	PC	LIFELONG LEARNING PROJECT	15,000.
PRAIRIE FAMILY CENTER 390 14TH STREET BURLINGTON, CO 80807	NA	PC	TAI-CHI FOR SENIORS	9,708.
PVH & MCR FOUNDATION 2315 E HARMONY ROAD, SUITE 200 FORT COLLINS, CO 80528	NA	PC	COMMUNITY PARAMEDICS: PROACTIVE VS. REACTIVE	92,158.
ROCKY MOUNTAIN CHILDREN'S LAW CENTER 1325 SOUTH COLORADO BOULEVARD, SUITE 701 DENVER, CO 80222	NA	PC	THE AGING CAREGIVER ADVOCACY PROGRAM	87,656.
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	CHANGING THE NARRATIVE	300,000.
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	LATINO AGE WAVE COLORADO/CONECTORAS OF MONTBELLO	125,000.
SAFE AND HEALTHY COMMUNITIES 9888 W BELLEVIEW AVE STE. 2105 DENVER, CO 80123	NA	PC	SAFE AND HEALTHY HOUSING FACILITIES LIVABILITY ASSESSMENT TOOL FOR OLDER ADULTS	24,900.
SENIOR RESOURCE SERVICES 800 8TH AVE STE 229 GREELEY, CO 80631	NA	PC	REVENUE STREAM CAPACITY BUILDING	25,000.
Total from continuation sheets				

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
SENIOR SERVICE AMERICA, INC. 8403 COLESVILLE ROAD, SUITE 200 SILVER SPRING, MD 20910	NA	PC	HELPING POOR, MINORITY AND EX-OFFENDER RESIDENTS OF DENVER AGE 50 AND OLDER LAND A MEANINGFUL FULL-TIME	187,500.
SENIOR'S-RESOURCE-CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	PERFECT-HOMECOMING	120,000.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	SRC TRANSITION - JADP	3,755,300.
SILVER KEY SENIOR SERVICES 1625 SOUTH MURRAY BLVD. COLORADO SPRINGS, CO 80916	NA	PC	SILVER KEY CENTER FOR ACTIVITY AND WELLNESS	150,000.
THE GAY, LESBIAN, BISEXUAL, AND TRANSGENDER COMMUNITY CENTER OF COLORADO 1301 E COLFAX AVE DENVER, CO 80218	NA	PC	SAGE VOLUNTEERS	57,450.
THE HOME FRONT CARES 1120 N CIRCLE DRIVE COLORADO SPRINGS, CO 80909	NA	PC	PREVENTING AGING VETERAN HOMELESSNESS	50,000.
THE INTERFAITH ALLIANCE OF COLORADO 1373 N GRANT ST DENVER, CO 80203	NA	PC	THE WOMENS VILLAGE OF ST. ANDREWS/ COLORADO VILLAGE COLLABORATIVE	25,000.
THE UNIVERSITY OF IOWA 118 S CLINTON STREET, SCST IOWA CITY, IA 52242	NA	GOV	EXPANDING AND ENHANCING EMPLOYER EFFORTS TO ADDRESS COLORADOS AGING WORKFORCE	332,274.
THINK 360 ARTS FOR LEARNING 135 PARK AVE WEST DENVER, CO 80205	NA	PC	CREATIVE AGING	43,500.
TWO PEAKS FITNESS INC 216 S MAIN ST LA VETA VETA, CO 81055	NA	PC	SENIOR PILATES FOR SENIOR HEALTH	10,334.
Total from continuation sheets				

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
UCCS AGING CENTER 4863 NORTH NEVADA AVENUE COLORADO SPRINGS, CO 80918	NA	PC	LINKING AT-RISK SENIORS TO MENTAL HEALTH SERVICES THROUGH COLLABORATION	290,126.
UNIVERSITY OF COLORADO DENVER 13001 E 17TH PL AURORA, CO 80045	NA	GOV	ADVANCED CARE PLANNING	123,556.
UNIVERSITY OF COLORADO DENVER 13001 E 17TH PL AURORA, CO 80045	NA	GOV	POST-GRADUATE GERIATRIC MEDICINE TRAINING FOR ADVANCED PRACTICE PROVIDERS (APPS)	431,615.
UNIVERSITY OF DENVER 2155 EAST WESLEY AVENUE RSECS SUITE 527 DENVER, CO 80210	NA	PC	IMPAIRED FINANCIAL DECISION-MAKING	203,711.
VALIDATION TRAINING INSTITUTE, INC. 36980 WALLACE CREEK ROAD SPRINGFIELD, OR 97478	NA	PC	FAMILY CAREGIVER COURSE	17,350.
Total from continuation sheets				

Part XV Supplementary Information

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BESSIE'S HOPE

PLANNING GRANT FOR RESEARCH AND STRATEGIC PLANNING FOR THE BESSIE'S
HOPE CENTER FOR INTERGENERATIONAL LEARNING, ART, AND DAYCARE

NAME OF RECIPIENT-- INNOVATIONS IN AGING COLLABORATIVE

CAPACITY BUILDING FOR CREATION AND LAUNCH OF A COMPREHENSIVE SENIOR
SERVICES AND RESOURCES PORTAL & SMART PHONE APPLICATION

NAME OF RECIPIENT - MEALS ON WHEELS OF CENTRAL MARYLAND

TOGETHER IN CARE PILOT PROJECT: A PARTNERSHIP BETWEEN MEALS ON WHEELS
OF CENTRAL MARYLAND, JOHNS HOPKINS BAYVIEW MEDICAL CENTER, MEALS ON
WHEELS AMERICA, AND QUANTIFIED VENTURES

NAME OF RECIPIENT - NECALG

N.E. COLORADO AAA: DEMENTIA FRIENDLY COMMUNITIES AND ASSISTIVE DEVICE
SERVICES FOR SENIORS WITH DISABILITIES.

NAME OF RECIPIENT - SENIOR SERVICE AMERICA, INC.

HELPING POOR, MINORITY AND EX-OFFENDER RESIDENTS OF DENVER AGE 50 AND
OLDER LAND A MEANINGFUL FULL-TIME JOB: A JOINT COLORADO-NATIONAL
PARTNERSHIP BETWEEN SENIOR SERVICE AMERICA AND DENVERWORKS

Part XV Supplementary Information

3b Grants and Contributions Approved for Future Payment Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - BENEFITS DATA TRUST

COORDINATED SNAP TECHNOLOGIES: BRINGING FOOD, HEALTH AND INDEPENDENCE
TO LOW-INCOME AGING COLORADANS

NAME OF RECIPIENT - JEFFERSON CENTER FOR MENTAL-HEALTH

BRINGING OLDER ADULT SUBSTANCE USE IDENTIFICATION AND TREATMENT TO
RURAL JEFFERSON, GILPIN, AND CLEAR CREEK COUNTIES

NAME OF RECIPIENT - OKLAHOMA STATE UNIVERSITY

CONVERGENCE: LAYING THE GROUNDWORK FOR RE-PURPOSING DISTRESSED URBAN
MALL ENVIRONMENTS FOR MIXED-USE DEMENTIA FRIENDLY CITY CENTERS

NAME OF RECIPIENT - SENIOR SERVICE AMERICA, INC.

HELPING POOR, MINORITY AND EX-OFFENDER RESIDENTS OF DENVER AGE 50 AND
OLDER LAND A MEANINGFUL FULL-TIME JOB: A JOINT COLORADO-NATIONAL
PARTNERSHIP BETWEEN SENIOR SERVICE AMERICA AND DENVERWORKS

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	71,315.	71,315.	
TOTAL TO PART I, LINE 3	71,315.	71,315.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST & DIVIDENDS	3,563,962.	0.	3,563,962.	3,563,962.	
TO PART I, LINE 4	3,563,962.	0.	3,563,962.	3,563,962.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	1,409.	1,409.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,409.	1,409.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	112,547.	0.		112,547.
TO FM 990-PF, PG 1, LN 16A	112,547.	0.		112,547.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	50,130.	0.		50,130.
TO FORM 990-PF, PG 1, LN 16B	50,130.	0.		50,130.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
I.T. EXPENSE	26,846.	0.		26,846.
CONSULTING	41,639.	0.		41,639.
INVESTMENT FEES	482,755.	482,755.		0.
TO FORM 990-PF, PG 1, LN 16C	551,240.	482,755.		68,485.

FORM 990-PF

TAXES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME & EXCISE TAXES	70,155.	0.		0.
FICA TAXES	44,193.	0.		44,193.
TO FORM 990-PF, PG 1, LN 18	114,348.	0.		44,193.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	0.	0.		3,140.
ADVERTISING	123,691.	0.		123,691.
IT EXPENSE	65,694.	0.		90,490.
OFFICE EXPENSE	23,114.	0.		23,114.
DUES & SUBSCRIPTIONS	9,411.	0.		9,411.
BANK FEES	5,460.	5,460.		0.
LICENSES	229.	0.		229.
RECRUITING EXPENSE	350.	0.		350.
PROFESSIONAL DEVELOPMENT	3,579.	0.		3,579.
STORAGE	39.	0.		39.
PAYROLL PROCESSING FEE	2,995.	0.		2,995.
TO FORM 990-PF, PG 1, LN 23	234,562.	5,460.		257,038.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTE 1.500000% 05/31/2019 MN OFF THE RUN	X		695,585.	695,585.
U.S. TREASURY NOTE 1.500000% 12/31/2018 JD ON THE RUN	X		2,989,920.	2,989,920.
U.S. TREASURY NOTE 2.000000% 02/15/2025 FA OFF THE RUN	X		958,457.	958,457.
U.S. TREASURY NOTE 2.000000% 08/15/2025 FA OFF THE RUN	X		1,145,601.	1,145,601.
U.S. TREASURY NOTE 2.125000% 05/15/2025 MN OFF THE RUN	X		1,439,382.	1,439,382.
U.S. TREASURY NOTE 2.125000% 07/31/2024 JJ ON THE RUN	X		485,636.	485,636.
U.S. TREASURY NOTE 2.250000% 11/15/2024 MN OFF THE RUN	X		485,208.	485,208.
USII INFL IX NOTE 0.125000% 04/15/2019 AO OFF THE RUN	X		3,056,230.	3,056,230.
USII INFL IX NOTE 0.125000% 04/15/2020 AO OFF THE RUN	X		3,043,528.	3,043,528.
USII INFL IX NOTE 0.125000% 04/15/2021 AO OFF THE RUN	X		2,836,192.	2,836,192.
USII INFL IX NOTE 0.125000% 04/15/2022 AO OFF THE RUN	X		2,850,873.	2,850,873.
USII INFL IX NOTE 0.625000% 04/15/2023 AO ON THE RUN	X		2,897,979.	2,897,979.
TOTAL U.S. GOVERNMENT OBLIGATIONS			22,884,591.	22,884,591.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			22,884,591.	22,884,591.

FORM 990-PF

CORPORATE STOCK

STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DFA INTL RE	3,810,717.	3,810,717.
DFA RE	4,212,137.	4,212,137.
GS TACTICAL TILT	16,613,748.	16,613,748.
ISHARES S&P 500 K	36,142,049.	36,142,049.
MULTI-MANAGER INTL	11,931,061.	11,931,061.
MULTI-MANAGER US SM CAP	8,708,782.	8,708,782.
STATE STREET EMERGING K	4,328,914.	4,328,914.
STATE STREET HEDGED INTL K	12,217,600.	12,217,600.
HEDGE FUND MANAGERS (STRATEGIC) LTD CLASS P SERIES 1	14,466,040.	14,466,040.
DWS U.S. MULTI-FACTOR FUND I SHARES	12,251,816.	12,251,816.
TOTAL TO FORM 990-PF, PART II, LINE 10B	124,682,864.	124,682,864.

FORM 990-PF

CORPORATE BONDS

STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
3M COMPANY MTN 2.25% 03/15/2023 USD SR LIEN	1,183,819.	1,183,819.
ACTIVISION BLIZZARD, INC 2.3% 09/15/2021 USD SER WI SR LIEN	292,290.	292,290.
AMERICA MOVIL SOCIEDAD ANONIMA BURSATIL DE CAPITAL VARIABLE SR LIEN	722,866.	722,866.
AMERICAN TOWER CORPORATION 3.0% 06/15/2023 USD SR LIEN	960,130.	960,130.
AMGEN INC. 1.85% 08/19/2021 USD SR LIEN	482,266.	482,266.
ANHUESER-BUSCH INBEV FIN INC 2.625% 01/17/2023 USD SR LIEN	268,280.	268,280.
APPLE INC. 3.2% 05/11/2027 USD SR LIEN	339,089.	339,089.
ASIA MTN 1.875% 08/10/2022 SER 5Y SR LIEN	484,636.	484,636.
BB&T CORPORATION MTN 2.85% 10/26/2024 USD SR LIEN	763,125.	763,125.
BIOGEN INC. 2.9% 09/15/2020 USD SR LIEN	301,233.	301,233.
BP CAPITAL MARKETS P.L.C. 3.216% 11/28/2023 USD SR LIEN	295,107.	295,107.
CAMPBELL SOUP CO 3.95% 03/15/2025 SER 7Y SR LIEN	780,481.	780,481.
CBS CORPORATION 4.0% 01/15/2026 USD SR LIEN	1,086,947.	1,086,947.
CELGENE CORPORATION 3.25% 08/15/2022 USD SR LIEN	297,743.	297,743.
CHURCH & DWIGHT CO., INC. 2.45% 08/01/2022 USD SR LIEN	581,064.	581,064.
CITIGROUP INC. HYBRID 07/24/2028 USD SR LIEN CPN 07/24/17 3.668%	822,209.	822,209.
CITIZENS BANK NA/RI MTN 2.55% 05/13/2021 USD SER BKNT SR LIEN	366,967.	366,967.
CLOROX COMPANY 3.5% 12/15/2024 USD SR LIEN	198,548.	198,548.
COCA-COLA FEMSA S.A.B. DE C.V. 4.625% 02/15/2020 USD SER B SR LIEN	233,825.	233,825.
COSTCO WHOLESALE CORP 2.75% 05/18/2024 USD SR LIEN	947,367.	947,367.

NEXTFIFTY INITIATIVE

26-2700185

CVS HEALTH CORPORATION 2.125% 06/01/2021 USD SR LIEN	818,552.	818,552.
DEUTSCHE TELEKOM INTERNATIONAL 2.485% 09/19/2023 USD PVT REGS SR LIEN	281,881.	281,881.
DIAMOND 1 FINANCE CORPORATION 4.42% 06/15/2021 USD PVT REGS SR LIEN DIAMOND	101,646.	101,646.
EATON VANCE GROUP EATON VANCE INCM FD OF BOSTON MUTUAL FUND CLASS I SHARES	6,541,962.	6,541,962.
EDC 2.0% 05/17/2022 SR LIEN	1,066,020.	1,066,020.
EIB 1.625% 08/14/2020 SR LIEN	639,736.	639,736.
FEDERAL FARM CREDIT BANK 1.68% 10/13/2020	1,473,500.	1,473,500.
FEDERAL HOME LOAN BANK SYSTEM 1.625% 06/14/2019 SR LIEN	397,385.	397,385.
FEDERAL HOME LOAN BANK SYSTEM 1.75% 12/14/2018 SER FM-9018 SR LIEN	1,498,107.	1,498,107.
FEDERAL HOME LOAN BANK SYSTEM 2.25% 06/11/2021 SER ZD-2021 SR LIEN	345,239.	345,239.
FEDERAL HOME LOAN BANK SYSTEM 3.0% 09/11/2026 SER 0000 SR LIEN	1,002,513.	1,002,513.
FEDERATED HIGH YIELD BOND FUND MUTUAL FUND CLASS INST SHARES	6,563,819.	6,563,819.
FLORIDA POWER & LIGHT CO 3.25% 06/01/2024 USD SR LIEN	198,934.	198,934.
GE CAPITAL INTERNATIONAL FUNDI 2.342% 11/15/2020 USD SER WI SR LIEN	931,387.	931,387.
HOME DEPOT, INC. 2.125% 09/15/2026 USD SR LIEN	606,230.	606,230.
IBRD 0.875% 07/19/2018 SR LIEN	401,353.	401,353.
JPMORGAN CHASE & CO. HYBRID 02/01/2028 USD SR LIEN CPN 02/01/17-01/31/27 3.7	346,960.	346,960.
JPMORGAN CHASE & CO. HYBRID 03/01/2025 USD SR LIEN CPN 06/01/17-02/29/24 3.2	487,687.	487,687.
KFW 1.5% 02/06/2019 USD SR LIEN	625,500.	625,500.
KFW 1.625% 05/29/2020 USD SR LIEN	490,750.	490,750.
KINDER MORGAN ENERGY PARTNERS, 3.5% 03/01/2021 USD SR LIEN	655,726.	655,726.
LOCKHEED MARTIN CORPORATION 2.9% 03/01/2025 USD SR LIEN	624,686.	624,686.
LOCKHEED MARTIN CORPORATION 3.35% 09/15/2021 USD SR LIEN	304,599.	304,599.
MANUF & TRADERS TRUST CO 2.5% 05/18/2022 USD SER BKNT SR LIEN	849,237.	849,237.
MEDTRONIC, INC. 2.5% 03/15/2020 USD SER B SR LIEN	325,114.	325,114.
NATIONAL RURAL UTILITIES COOPE 3.4% 02/07/2028	492,188.	492,188.
NORTHERN TRUST CORPORATION HYBRID 05/08/2032 USD JRSUB LIEN CPN 05/08/17 3.3	354,111.	354,111.
NORTHROP GRUMMAN CORPORATION 2.93% 01/15/2025 SR LIEN	388,111.	388,111.
NOVARTIS CAPITAL CORP 2.4% 05/17/2022 USD SR LIEN	194,841.	194,841.
NVIDIA CORP 2.2% 09/16/2021 USD SR LIEN	293,240.	293,240.
ONTARIO (PROVINCE OF) 3.2% 05/16/2024 USD SR LIEN	1,001,831.	1,001,831.
PRECISION CASTPARTS CORP 3.25% 06/15/2025 USD SR LIEN	779,611.	779,611.
PRECISION CASTPARTS CORP. 2.5% 01/15/2023 USD SR LIEN	487,654.	487,654.
PUBLIC STORAGE 3.094% 09/15/2027 USD SR LIEN	807,334.	807,334.

NEXTFIFTY INITIATIVE

26-2700185

RECKITT BENCKISER TSY 2.75% 06/26/2024 USD PVT REGS SR LIEN	756,036.	756,036.
ROCKWELL COLLINS INC 3.2% 03/15/2024 USD SR LIEN	243,178.	243,178.
SANOFI-AVENTIS 4.0% 03/29/2021 USD SR LIEN	672,471.	672,471.
TARGET CORP 2.5% 04/15/2026 USD SR LIEN	346,518.	346,518.
TARGET CORPORATION 3.5% 07/01/2024 USD SR LIEN	306,442.	306,442.
THERMO FISHER SCIENTIFIC INC. 2.95% 09/19/2026 USD SR LIEN	466,048.	466,048.
TJX COMPANIES, INC. 2.25% 09/15/2026 USD SR LIEN	134,747.	134,747.
TRANSCANADA PIPELINES LIMITED 3.75% 10/16/2023 USD SR LIEN	1,011,238.	1,011,238.
VISA INC. 2.8% 12/14/2022 USD SER 7YR SR LIEN	196,573.	196,573.
VISA INC. 3.15% 12/14/2025 USD SR LIEN	387,512.	387,512.
VOYA FLOATING RATE FUND CLASS I	4,831,914.	4,831,914.
WAL-MART STORES INC 2.65% 12/15/2024 USD SR LIEN	864,454.	864,454.
XILINX INC 2.95% 06/01/2024 USD SR LIEN	286,064.	286,064.
TOTAL TO FORM 990-PF, PART II, LINE 10C	54,288,631.	54,288,631.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & EQUIPMENT	84,990.	6,874.	78,116.
LEASEHOLD IMPROVEMENTS	6,219.	1,148.	5,071.
TOTAL TO FM 990-PF, PART II, LN 14	91,209.	8,022.	83,187.

FORM 990-PF OTHER ASSETS STATEMENT 13

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ESCROW	15,387,283.	228.	228.
DEPOSITS	4,598.	0.	0.
TO FORM 990-PF, PART II, LINE 15	15,391,881.	228.	228.

FORM 990-PF

OTHER LIABILITIES

STATEMENT 14

DESCRIPTIONBOY AMOUNTEOY AMOUNT

ACCRUED PTO

22,577.

34,222.

ACCRUED ESCROW DISBURSEMENTS

3,021,000.

0.

TOTAL TO FORM 990-PF, PART II, LINE 22

3,043,577.

34,222.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN	EXPENSE CONTRIB	ACCOUNT
RANDY MCCALL 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
TIM OWEN 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
JOIE GLENN 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
MARCO CHAYET 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	BOARD CHAIRMAN 4.00	0.	0.	0.	
MAUREEN HANRAHAN 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
BO ORTIZ 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
LYNN TAUSSIG 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
ERIC KUHN 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
JILL HIGHAM 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	
BEN MOULTRIE 950 S. CHERRY STREET, STE 510 DENVER, CO 80246	DIRECTOR 1.00	0.	0.	0.	

NEXTFIFTY INITIATIVE26-2700185

DIANA MCFAIL
950 S. CHERRY STREET, STE 510
DENVER, CO 80246

CHIEF OPERATING OFFICER
40.00 101,606. 9,303. 0.

MARGARET FRANCKHAUSER
950 S. CHERRY STREET, STE 510
DENVER, CO 80246

PRESIDENT & CEO
40.00 244,425. 27,558. 0.

MARK HOCKENBERG
950 S. CHERRY STREET, STE 510
DENVER, CO 80246

CHIEF FINANCIAL OFFICER
40.00 155,991. 7,300. 0.

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

<u>502,022.</u>	<u>44,161.</u>	<u>0.</u>
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FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 16

GRANTEE'S NAME

BOULDER COUNTY AREA AGENCY ON AGING, COMMUNITY SERVICES DEPARTMENT

GRANTEE'S ADDRESS482 N BROADWAY
BOULDER, CO 80301GRANT AMOUNT

221,665.

DATE OF GRANT

02/14/18

AMOUNT EXPENDEDPURPOSE OF GRANT

STATEWIDE COMMUNITY ASSESSMENT SURVEY OF OLDER ADULTS (CASOA)

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

BOULDER COUNTY CARECONNECT

GRANTEE'S ADDRESS6325 GUNPARK DRIVE, #F
BOULDER, CO 80301

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
35,000.	02/14/18	

PURPOSE OF GRANT

SAFETY NET SERVICES

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

CITY OF THORNTON FIRE DEPARTMENT

GRANTEE'S ADDRESS9500 CIVIC CENTER DRIVE
THORNTON, CO 80229

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
51,168.	02/14/18	

PURPOSE OF GRANT

HOME & WELLNESS VISIT

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

COLORADO CONSUMER HEALTH INITIATIVE

GRANTEE'S ADDRESS1420 OGDEN, SUITE A1
DENVER, CO 80218

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
125,000.	02/14/18	

PURPOSE OF GRANT

CONSUMER BENEFITS EDUCATION, ASSISTANCE & NAVIGATION

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

COLORADO DEPARTMENT OF HUMAN SERVICES

GRANTEE'S ADDRESS1575 SHERMAN STREET
DENVER, CO 80203

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
78,357.	08/09/17	

PURPOSE OF GRANT

THE MISSION OF THE PACE OMBUDSMAN PROGRAM IS TO PROTECT THE RIGHTS OF PARTICIPANTS AND ENSURE QUALITY OF CARE AND SERVICES.

DATES OF REPORTS BY GRANTEESEMI-ANNUAL REPORTS ISSUEDANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATION

REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.

GRANTEE'S NAME

COLORADO HEALTH INSTITUTE

GRANTEE'S ADDRESS303 EAST 17TH AVENUE, SUITE 930
DENVER, CO 80203

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
106,377.	06/04/18	

PURPOSE OF GRANTITS ALL ABOUT COMMUNITY: MEASURING AND ADDRESSING COMMUNITY CAPACITY FOR
AGINGDATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

COLORADO, STATE OF

GRANTEE'S ADDRESS200 EAST COLFAX, ROOM 115
DENVER, CO 80203

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
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150,000.	10/06/17	
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PURPOSE OF GRANT

SENIOR ADVISOR ON AGING

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

CROWN MOUNTAIN PARK & RECREATION DISTRICT

GRANTEE'S ADDRESS20 EAGLE CTY DRIVE, SUITE F
EL JEBEL, CO 81623

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
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79,708.	03/07/18	
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PURPOSE OF GRANT

CROWN MOUNTAIN MOTION & WELLNESS PLAYGROUND

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

FIRST JUDICIAL DISTRICT ATTORNEY

GRANTEE'S ADDRESS

500 JEFFERSON COUNTY PARKWAY
GOLDEN, CO 80401

GRANT AMOUNT DATE OF GRANT AMOUNT EXPENDED

50,000. 02/14/18

PURPOSE OF GRANT

KEEPING OLDER ADULTS SAFE: LOOK BEFORE YOU LEAP!

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATION

REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

HEALTH DISTRICT OF NORTHERN LARIMER COUNTY

GRANTEE'S ADDRESS120 BRISTLECONE DRIVE
FORT COLLINS, CO 80524

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
37,695.	02/14/18	

PURPOSE OF GRANT

ADVANCE CARE PLANNING

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

NECALG

GRANTEE'S ADDRESS231 MAIN STREET, SUITE 211
FORT MORGAN, CO 80701GRANT AMOUNT

50,000.

DATE OF GRANT

02/14/18

AMOUNT EXPENDEDPURPOSE OF GRANTN.E. COLORADO AAA: DEMENTIA FRIENDLY COMMUNITIES AND ASSISTIVE DEVICE
SERVICES FOR SENIORS WITH DISABILITIES.DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

OFFICE OF THE DISTRICT ATTORNEY - 18TH JUDICIAL

GRANTEE'S ADDRESS6450 S REVERE PARKWAY
CENTENNIAL, CO 80111

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
67,000.	02/14/18	

PURPOSE OF GRANT

COLORADO AT-RISK ELDER SYSTEM (CARES)

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

UNIVERSITY OF COLORADO DENVER

GRANTEE'S ADDRESS13001 E 17TH PL
AURORA, CO 80045

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
123,924.	03/07/18	

PURPOSE OF GRANT

ADVANCED CARE PLANNING

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

RESULTS OF VERIFICATIONREPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE
RESPONSIBILITY.

GRANTEE'S NAME

LINCOLN COMMUNITY HOSPITAL

GRANTEE'S ADDRESS111 6TH ST.
HUGO, CO 80821GRANT AMOUNT

200,000.

DATE OF GRANT

05/29/18

AMOUNT EXPENDEDPURPOSE OF GRANT

CREATING ACCESS FOR THE RURAL AGING USING TECHNOLOGY

DATES OF REPORTS BY GRANTEESEMI-ANNUAL REPORTS ISSUEDANY DIVERSION BY GRANTEE

N/A

GRANTEE'S NAME

DENVER REGIONAL COUNCIL OF GOVERNMENTS

GRANTEE'S ADDRESS1290 BROADWAY, SUITE 100
DENVER, CO 80203

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
170,000.	06/01/18	

PURPOSE OF GRANT

ACCOUNTABLE HEALTH COMMUNITY

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 17

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALL GRANT APPLICATIONS SHOULD BE SUBMITTED TO WWW.NEXTFIFTYINITIATIVE.ORG
950 SOUTH CHERRY STREET, SUITE 510
DENVER, CO 80246

TELEPHONE NUMBER

303-547-1800

EMAIL ADDRESS

WWW.NEXTFIFTYINITIATIVE.ORG

FORM AND CONTENT OF APPLICATIONS

PLEASE SEE WWW.NEXTFIFTYINITIATIVE.ORG FOR DETAILS.

ANY SUBMISSION DEADLINES

NEXTFIFTY INITIATIVE WILL HAVE TWO GRANT APPLICATION CYCLES.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PLEASE SEE WWW.NEXTFIFTYINITIATIVE.ORG FOR DETAILS