

For calendar year 2017, or tax year beginning 08-01-2017, and ending 07-31-2018

Name of foundation ANIMAL ASSISTANCE FOUNDATION		A Employer identification number 84-0715412	
Number and street (or P O box number if mail is not delivered to street address) 405 Urban Street No 340		Room/suite	B Telephone number (see instructions) (303) 744-8396
City or town, state or province, country, and ZIP or foreign postal code Lakewood, CO 80228		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 31,818,092		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
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)	40,000			
	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 . . .	380,610	380,610		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,158,058			
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2) . . .		2,158,058		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	152,533	152,533		
	12 Total. Add lines 1 through 11	2,731,201	2,691,201		
	13 Compensation of officers, directors, trustees, etc	117,300	17,595		99,705
	14 Other employee salaries and wages	77,248	2,900		73,349
	15 Pension plans, employee benefits	39,030	3,394		35,636
	16a Legal fees (attach schedule)	11,422	0		11,422
	b Accounting fees (attach schedule)	33,270	6,252		27,019
	c Other professional fees (attach schedule)	172,643	109,372		63,271
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	6,468	6,468		0
	19 Depreciation (attach schedule) and depletion . . .	7,744	0		
	20 Occupancy	35,112	0		35,112
	21 Travel, conferences, and meetings	29,413	0		29,413
	22 Printing and publications				
	23 Other expenses (attach schedule)	20,039	0		20,039
	24 Total operating and administrative expenses. Add lines 13 through 23	549,689	145,981		394,966
	25 Contributions, gifts, grants paid	1,052,425			1,052,425
	26 Total expenses and disbursements. Add lines 24 and 25	1,602,114	145,981		1,447,391
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,129,087			
	b Net investment income (if negative, enter -0-)		2,545,220		
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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1	Cash—non-interest-bearing	61,677	400,712	400,712		
	2	Savings and temporary cash investments	5,392	24,000	24,000		
	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) ▶ _____ 303,648 Less allowance for doubtful accounts ▶ _____ 0	0	303,648	303,648		
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges	1,771	3,467	3,467		
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	10,190,127	10,127,402	16,005,543		
	c	Investments—corporate bonds (attach schedule)	4,714,495	4,778,164	4,586,674		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	6,205,098	6,677,999	10,478,078		
	14	Land, buildings, and equipment basis ▶ _____ 64,770 Less accumulated depreciation (attach schedule) ▶ _____ 50,901	21,614	13,869	13,869		
15	Other assets (describe ▶ _____)	2,101	2,101	2,101			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	21,202,275	22,331,362	31,818,092			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule).					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	0	0			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	21,202,275	22,331,362			
	30	Total net assets or fund balances (see instructions)	21,202,275	22,331,362			
31	Total liabilities and net assets/fund balances (see instructions) .	21,202,275	22,331,362				

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	21,202,275
2	Enter amount from Part I, line 27a	2	1,129,087
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	22,331,362
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	22,331,362

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a Publicly traded securities			
b Clarion Properties Fund	P		
c Grosvenor Institutional Fund	P		
d Acadian Global Managed Volatility Equity Fund	P		
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			1,654,755
b			675
c			570,136
d			-67,508
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			1,654,755
b			675
c			570,136
d			-67,508
e			

2 Capital gain net income or (net capital loss)	2	2,158,058
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	1,392,482	28,946,959	0 048105
2015	1,350,781	27,952,719	0 048324
2014	1,443,432	29,113,450	0 049580
2013	1,383,922	28,458,781	0 048629
2012	1,189,466	25,935,291	0 045863
2 Total of line 1, column (d)			0 240501
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			0 048100
4 Enter the net value of noncharitable-use assets for 2017 from Part X, line 5			30,502,430
5 Multiply line 4 by line 3			1,467,167
6 Enter 1% of net investment income (1% of Part I, line 27b)			25,452
7 Add lines 5 and 6			1,492,619
8 Enter qualifying distributions from Part XII, line 4			1,751,039

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	25,452
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2.	3	25,452
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	25,452
6	Credits/Payments		
a	2017 estimated tax payments and 2016 overpayment credited to 2017	6a	2,058
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	0
7	Total credits and payments. Add lines 6a through 6d.	7	2,058
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	110
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	23,504
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)? 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	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ☐ \$ 0 (2) On foundation managers ☐ \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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? Website address www.aaf-fd.org	13	Yes	
14	The books are in care of Katie Parker Telephone no (303) 744-8396			

Located at **405 Urban Street No 340 Lakewood CO** ZIP+4 **80228**

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

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
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?				
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
	b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b			No
	<i>If "Yes" to 6b, file Form 8870</i>				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
	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	Expense account, (e) 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	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
Rachel Gonzales 405 Urban St Ste 340 Lakewood, CO 80228	Program Director 40 00	65,650	9,593	0

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

0

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
Applied Foresight 3107 Russell Road Alexandria, VA 22305	Program Consultant	60,467

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	
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 PetAid Colorado Zero percent interest loan to PetAid Colorado for the purpose of providing operating funds to assist PetAid with outstanding liabilities	303,648
2	
All other program-related investments See instructions	
3	

Total. Add lines 1 through 3 ▶

303,648

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	30,744,002
b	Average of monthly cash balances.	1b	222,932
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	30,966,934
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	30,966,934
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	464,504
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	30,502,430
6	Minimum investment return. Enter 5% of line 5.	6	1,525,122

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	1,525,122
2a	Tax on investment income for 2017 from Part VI, line 5.	2a	25,452
b	Income tax for 2017 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	25,452
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,499,670
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,499,670
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	1,499,670

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	1,447,391
b	Program-related investments—total from Part IX-B.	1b	303,648
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,751,039
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	25,452
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,725,587

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				1,499,670
2 Undistributed income, if any, as of the end of 2017				
a Enter amount for 2016 only.			1,312,215	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ <u>1,751,039</u>				
a Applied to 2016, but not more than line 2a			1,312,215	
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.				438,824
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 instructions			0	
f Undistributed income for 2017 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2018				1,060,846
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 (see instructions).	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 XIV

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)					
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
	(a) 2017	(b) 2016	(c) 2015	(d) 2014	
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))
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

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 e-mail address of the person to whom applications should be addressed

infoaaf-fdorg
405 Urban Street Ste 340
Lakewood, CO 80228
(303) 744-8396

b The form in which applications should be submitted and information and materials they should include

Before submitting a formal application for a grant, the applicant organization must register with AAF, and fill out the online Letter of Inquiry form. If the LOI is accepted, the organization will be notified to complete an on-line application.

c Any submission deadlines

Grant cycle opens June 1 Letter of inquiry due by September 1 Application due by September 29

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Applicants must be a nonprofit organization or government entity located in Colorado or that has a direct impact on animals and their owners in Colorado. Requests must be for funding which is compatible with the Foundation's focus areas: Companion Animal Population Control, Operational Optimization, Permanent Homes, Cruelty Prevention and Intervention, and Innovation.

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 <i>Paid during the year</i> See Additional Data Table				
Total			3a	1,052,425
b <i>Approved for future payment</i>				
Total			3b	0

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	
Enter gross amounts unless otherwise indicated				
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. . . . 14 380,610				
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. 14 152,533				
8 Gain or (loss) from sales of assets other than inventory 18 2,158,058				
9 Net income or (loss) from special events				
10 Gross profit or (loss) from sales of inventory				
11 Other revenue a _____				
b _____				
c _____				
d _____				
e _____				
12 Subtotal Add columns (b), (d), and (e). 0 2,691,201				
13 Total. Add line 12, columns (b), (d), and (e). 13 2,691,201				

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

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

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?		Yes	No
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.	***** 2018-11-07 Date	***** Title	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee			

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
	Laurie Anderson		2018-11-07		P01416697
	Firm's name ▶ Kundinger Corder & Engle PC				Firm's EIN ▶
	Firm's address ▶ 475 Lincoln St 200 Denver, CO 80203				Phone no (303) 534-5953

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
Martha Smith	Chair 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Craig Mills	Immediate Past Chair 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Rosa De la Cruz	Vice Chair 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Kathy Strandberg	Treasurer 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Tom Parks	Secretary 2 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Diane Balkin	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Dean Vicksman	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Julie Martin	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Jayme Nielson	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Donna Middlebrooks	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Barbara Krause	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Carolyn Fairless	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Mike Duffy	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Patricia Olson	Member 1 00	0	0	0
405 Urban St Ste 340 Lakewood, CO 80228				
Katie Parker	Executive Director 40 00	117,300	11,939	0
405 Urban St Ste 340 Lakewood, CO 80228				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Aid For PetsPO Box 1277 Bayfield, CO 81122		PC	Medical Assistance Funding Program - For Pets In Need	2,000
All Breed Rescue & Training 410 1/2 E Fillmore Street Colorado Springs, CO 80907		PC	Programs Expansion	10,000
Animal Assistance League of Northwest Colorado PO Box 776298 Steamboat Springs, CO 80477		PC	Moffat County Pet Project	7,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Ark-Valley Humane Society 701 Gregg Drive Buena Vista, CO 81211		PC	2018 In-House Spay Neuter Program	5,000
Association for Animal Welfare Advancement 15508 W Bell Road Surprise, AZ 85374		PC	Sponsorship	5,000
CO Animal Welfare League 200 S Wilcox Street Castle Rock, CO 80104		PC	Spay/Neuter 2018	19,105
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Colorado Animal Rescue 2801 County Road 114 Glenwood Springs, CO 81601		PC	Collaborative Transfer Network Program	10,000
Colorado Association of Animal Control Officers PO Box 740455 Arvada, CO 80006		PC	2018 Rocky Mountain Regional Animal Control Conference	1,000
Colorado Coalition for the Homeless 2111 Champa Street Denver, CO 80205		PC	Veterinary Services for Companion Animals of People Experiencing Homelessness	2,500
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Colorado Federation of Animal Welfare Agencies PO Box 22603 Denver, CO 80222		PC	membership fee for partner organizations	475
Colorado Horse Rescue 10386 North 65th Street Longmont, CO 80503		PC	Expand CHR's Infrastructure to Increase Equine Adoptions	10,000
Colorado Pet PantryPO Box 323 Boulder, CO 80306		PC	Colorado Pet Pantry	20,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Colorado State University Foundation PO Box 1870 Fort Collins, CO 80523		PC	Pets Forever General Programmatic Support and Veterinary Care Program	20,000
Colorado Unwanted Horse Alliance 13762 Colorado Blvd Sts 124-202 Thornton, CO 80602		PC	3rd Annual Equine Comeback Challenge	7,500
Community Fdn serving SW CO - Southwest Rural Philanthropy Days 1309 E 3rd Avenue 20A Durango, CO 81301		PC	Sponsorship	1,000
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Denver Animal Care & Control 1241 W Bayaud Avenue Denver, CO 80223		PC	Emergency rabies vaccine funding	25,000
Denver Animal Care & Control 1241 W Bayaud Avenue Denver, CO 80223		PC	Pet Retention Keeping Pets in Homes	1,960
Denver Animal Foundation dba Metro Denver CAT 405 Urban Street Ste 340 Denver, CO 80228		PC	FY2018 Metro Denver CAT	203,699
Total 				1,052,425
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Dogster's Spay & Neuter Program D-SNiP 10 Town Plaza 115 Durango, CO 81301		PC	Spay/Neuter 2018	25,000
Dogster's Spay & Neuter Program D-SNiP 10 Town Plaza 115 Durango, CO 81301		PC	Spay/Neuter 2018	23,096
Dumb Friends League 2080 SQuebec Street Denver, CO 80231		PC	Building a Better Way Home	84,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Elder Pet CarePO Box 48 Fort Collins, CO 80522		PC	ELDER PET CARE CHRONIC CARE PROGRAM	6,000
Emancipet7010 Easy Wind Drive 260 Austin, TX 78752		PC	Spay/Neuter 2018	1,794
For Pets' Sake Humane Society PO Box 1705 Cortez, CO 81321		PC	Public Emergency and Long-term Medical Assistance Project	8,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Fort Collins Cat Rescue & SpayNeuter Clinic 2321 E Mulberry Street 1 Fort Collins, CO 80524		PC	General Program Support	15,000
Fort Collins Cat Rescue 2321 E Mulberry Street 1 Fort Collins, CO 80524		PC	Whiskers n Wags Jubilee (WWJ) Alice in Whiskerland	1,000
Fort Morgan Humane Society 900 East Railroad Fort Morgan, CO 80701		PC	Veterinary Care	4,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Friends of Cedaredge Animal Control PO Box 853 Cedaredge, CO 81413		PC	Renovation of the Surface Creek Animal Shelter	30,000
Golden Retriever Rescue of the Rockies 15350 W 72nd Avenue Arvada, CO 80007		PC	Golden Retriever Veterinary Care Fund	3,000
Grand County Pet PalsPO Box 1972 Granby, CO 80446		PC	The Ongoing Spay/Neuter and Vaccination Project A Resposnsible Pet Ownership Campaign	5,000
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Gunnison Valley Animal Welfare League PO Box 1834 Gunnison, CO 81230		PC	Rescue/Care/Adoption Program	5,000
Humane Society of Boulder Valley 2323 55th Street Boulder, CO 80301		PC	Safety Net Program	15,000
Humane Society of Boulder Valley 2323 55th Street Boulder, CO 80301		PC	Humane Society of Boulder Valley PETx	5,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Humane Society of Moffat County PO Box 1587 Craig, CO 81626		PC	Cat Spay & Neuter Program	5,000
Humane Society of Moffat County PO Box 1587 Craig, CO 81626		PC	Craig Animal Shelter Improvements	5,000
Humane Society of Pagosa Springs PO Box 2230 Pagosa Springs, CO 80487		PC	Animal shelter cargo van	10,000
Total 				1,052,425
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Humane Society of Pikes Peak Region 610 Abbott Lane Colorado Springs, CO 80905		PC	Trap-Neuter-Return (TNR) Program Pueblo Animal Services (PAS)	20,000
Humane Society of the Pikes Peak Region 610 Abbott Lane Colorado Springs, CO 80905		PC	PAS Transfer Vehicle - for Friends of Pueblo Animal Shelter paddle raiser	100,000
Humane Society of the Pikes Peak Region 610 Abbott Lane Colorado Springs, CO 80905		PC	Behavior Modification Program Year One	20,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Humane Society of Weld County 1620 42nd Street Evans, CO 80620		PC	HSWC Wellness Clinic	20,000
JJs Helping Paws1501 Main Street 3 Canon City, CO 81212		PC	Wellness For The Cats and Dogs of Fremont County	7,000
Krugman Small Animal Clinic 502 E 1st Street La Junta, CO 81050		PC	Veterinary expenses - La Junta shelter animals	1,388
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
La Plata County Humane Society 1111 S Camino del Rio Durango, CO 81301		PC	416 Fire	15,000
Larimer Humane Society 3501 E 71st Street Loveland, CO 80538		PC	Strengthening Our Transfer Program	15,000
Las Animas Bent County Chamber of Commerce 702 Grove Avenue Las Animas, CO 81054		PC	Las Animas TNR	15,000
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
League for Animals and People of the Summit PO Box 2512 Frisco, CO 80443		PC	Community Spay and Neuter Voucher Program	5,000
Logan County Humane Society PO Box 488 Sterling, CO 80751		PC	LCHS Feral Cat TNR and Directed Dog Free Sterilization Program 2017	18,000
Longhopes Donkey Shelter 66 North Dutch Valley Road Bennett, CO 80102		PC	Veterinary Services	4,000
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
los huerfanos animal welfare association PO Box 409 Walsenburg, CO 81089		PC	Los Huerfanos Animal Welfare Association (LHAWA) Low Cost Spay/Neuter/Vaccine/Microchip Program	2,500
Mesa County Animal Services PO Box 20000-5002 Grand Junction, CO 81502		PC	Necessary Replacement of Exterior Canine Housing 2018	20,000
Mesa County Animal Services PO Box 20000-5002 Grand Junction, CO 81502		PC	Mesa County Animal Welfare Partner Grant VII	5,000
Total ► 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Montrose Animal Protection Agency PO Box 2009 Montrose, CO 81401		PC	Small, animal spay/neuter	5,000
National Mill Dog RescuePO Box 88468 Colorado Springs, CO 80908		PC	Outreach and education	5,000
PawsCOPO Box 6261 Denver, CO 80206		PC	Spay/Neuter 2018	8,087
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PetAid Colorado191 Yuma St Denver, CO 80223		PC	Mutts & Models	25,000
PetAid Colorado191 Yuma St Denver, CO 80223		PC	PetAid Legacy Campaign	4,500
Rifle Animal Shelter 0569 County Road 265 Rifle, CO 81650		PC	WeCare Regional Training- Grand Junction	12,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Rifle Animal Shelter 0569 County Road 265 Rifle, CO 81650		PC	Operation Support	500
Rocky Mountain Feline Rescue 2390 S Delaware Street Denver, CO 80223		PC	Medical support for common illness in RMFR local intake population	5,000
Roice-Hurst Humane Society 362 28 Road Grand Junction, CO 81501		PC	Grand Valley Cat Coalition	15,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Roice-Hurst Humane Society 362 28 Road Grand Junction, CO 81501		PC	Animal Resource Center	12,000
Safe Harbor Lab Rescue 601 16th Street C-322 Golden, CO 80401		PC	Medical Care for Rescued Senior Labrador Retrievers	2,500
Second Chance Animal Rescue Fndtn PO Box 44 Lamar, CO 81052		PC	Animal Care within South East Colorado	30,000
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
South Park Good Samaritan Fund for Animals PO Box 1956 Fairplay, CO 80440		PC	South Park Maximum Pet Health and Wellness	2,500
SpayToday NeuterNow 1864 S Wadsworth Boulevard Unit 2 Lakewood, CO 80232		PC	Free & Subsidized Spay & Neuter for Low-Income and Homeless Pets	15,000
Telluride Animal FoundationPO Box 2433 Telluride, CO 81435		PC	Spay/Neuter 2018	18,890
Total 				1,052,425
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Telluride Animal FoundationPO Box 2433 Telluride, CO 81435		PC	spay/neuter co-funding	11,431
The Ladybug Fund Inc 816 S Lemay Avenue Fort Collins, CO 80524		PC	Emergency Funding for Veterinary Emergencies and related services	2,500
The Senior Hub9025 Grant Ste 150 Thornton, CO 80229		PC	Urgent Veterinary Care	2,500
Total ▶ 3a				1,052,425

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
The Street Dog Coalition 220 Jackson Avenue Fort Collins, CO 80521		PC	Free Medical Care to Pets of the Homeless	5,000
Total 				1,052,425
3a				

TY 2017 Accounting Fees Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412**Accounting Fees Schedule**

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Lisa M Ernst, Inc	6,506	1,627		4,880
Kundinger, Corder & Engle, P C	18,500	4,625		13,875
Payroll processing	8,264	0		8,264

TY 2017 Investments Corporate Bonds Schedule

Name: ANIMAL ASSISTANCE FOUNDATION

EIN: 84-0715412

Investments Corporate Bonds Schedule

Name of Bond	End of Year Book Value	End of Year Fair Market Value
Loomis Sayles Bond Fund	4,778,164	4,586,674

TY 2017 Investments Corporate Stock Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Vanguard Institutional Index Fund	3,066,768	6,551,003
Vanguard Small Cap Fund	1,560,697	2,254,187
Blackstone Multi-Strategy Fund	1,440,250	1,449,492
William Blair Emerging Markets	1,117,815	1,467,477
Lazard International Strategy	1,428,624	2,146,421
T Rowe Price Overseas Fund	1,513,248	2,136,963

TY 2017 Investments - Other Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412**Investments Other Schedule 2**

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Acadian Global Managed Volatility Equity Fund, LLC	AT COST	2,145,597	3,031,455
Grosvenor Institutional Partnership	AT COST	561,440	1,398,389
Clarion Lion Properties Fund	AT COST	2,576,793	4,384,812
Babson Capital Floating Rate Income Offshore Fund	AT COST	1,394,169	1,663,422

**TY 2017 Land, Etc.
Schedule****Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Vehicles	64,770	50,901	13,869	13,869

TY 2017 Legal Fees Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Tuthill & Hughes, LLP	9,550	0		9,550
Polsinelli	1,872	0		1,872

TY 2017 Other Assets Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412**Other Assets Schedule**

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
Lease deposit	2,101	2,101	2,101

TY 2017 Other Expenses Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Postage and supplies	8,917	0		8,917
Dues, memberships, miscellaneous	11,122	0		11,122

TY 2017 Other Income Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412**Other Income Schedule**

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Clarion Lion Properties Fund	92,515	92,515	92,515
Grosvenor Institutional Equity Fund II	-8,730	-8,730	-8,730
Acadian Global Managed Volatility Equity Fund LLC	68,748	68,748	68,748

TY 2017 Other Professional Fees Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Ellwood Associates	44,811	44,811		0
Acadian Global Managed Volatility Fund	11,329	11,329		0
Clarion	45,510	45,510		0
Babson	7,722	7,722		0
Applied Foresight	60,467	0		60,467
Other consulting	2,804	0		2,804

TY 2017 Taxes Schedule**Name:** ANIMAL ASSISTANCE FOUNDATION**EIN:** 84-0715412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign taxes paid	6,468	6,468		0

efile GRAPHIC print - DO NOT PROCESS		As Filed Data -		DLN: 93491311000338	
Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service		Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990			OMB No 1545-0047 2017
		Name of the organization ANIMAL ASSISTANCE FOUNDATION			Employer identification number 84-0715412
Organization type (check one)					
Filers of:Section:					
Form 990 or 990-EZ		☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization			
Form 990-PF		☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation			
Check if your organization is covered by the General Rule or a Special Rule. Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions					
General Rule ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.					
Special Rules ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹ 3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 <i>exclusively</i> for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III. ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions <i>exclusively</i> for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an <i>exclusively</i> religious, charitable, etc., purpose. Don't complete any of the parts unless the General Rule applies to this organization because it received <i>nonexclusively</i> religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$					
Caution. An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it must answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).					
For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF		Cat No 30613X		Schedule B (Form 990, 990-EZ, or 990-PF) (2017)	

Name of organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
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Part I Contributors (See instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Petsmart Charities Inc 19601 North 27th Avenue Phoenix, AZ 85027	\$ 40,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
-		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Employer identification number

84-0715412

Part II **Noncash Property** (See instructions) Use duplicate copies of Part II if additional space is needed

[illegible]

Name of organization ANIMAL ASSISTANCE FOUNDATION	Employer identification number 84-0715412
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Part III	Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed
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(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	_____	_____	_____
	_____	_____	_____
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee