

2949128500904 9

CHANGE OF ACCOUNTING PERIOD

Return of Private Foundation

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

Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052

2018

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2018 or tax year beginning

JUL 1, 2018

, and ending

DEC 31, 2018

Name of foundation

NEXTFIFTY INITIATIVE

A Employer identification number

26-2700185

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

950 S. CHERRY STREET

Room/suite

510

B Telephone number

303-547-1800

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

DENVER, CO 80246

C If exemption application is pending, check here ☐

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name changeD 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 foundationE 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)

J Accounting method

☐ Cash☒ Accrual☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

\$ 200,016,354. (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

8,310,000.

N/A

2 Check ☐ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

10,512.

10,512.

STATEMENT 1

4 Dividends and interest from securities

3,171,351.

3,171,351.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

1,064,449.

b Gross sales price for all assets on line 6a

200,665,796.

7 Capital gain net income (from Part IV, line 2)

1,064,449.

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

12 Total. Add lines 1 through 11

12,556,312.

4,246,312.

13 Compensation of officers, directors, trustees, etc.

314,971.

18,600.

314,656.

14 Other employee salaries and wages

97,211.

0.

97,211.

15 Pension plans, employee benefits

36,202.

0.

36,194.

16a Legal fees

STMT 3

20,933.

0.

20,933.

b Accounting fees

STMT 4

39,472.

0.

39,472.

c Other professional fees

STMT 5

302,628.

294,601.

8,027.

17 Interest

18 Taxes

STMT 6

40,578.

0.

20,578.

19 Depreciation and depletion

4,824.

0.

20 Occupancy

37,110.

0.

37,110.

21 Travel, conferences, and meetings

27,406.

0.

27,406.

22 Printing and publications

502.

0.

502.

23 Other expenses

STMT 7

102,269.

387.

75,666.

24 Total operating and administrative expenses. Add lines 13 through 23

1,024,106.

313,588.

677,755.

25 Contributions, gifts, grants paid

7,935,121.

4,228,778.

26 Total expenses and disbursements. Add lines 24 and 25

8,959,227.

313,588.

4,906,533.

27 Subtract line 26 from line 12:

a Excess of revenue over expenses and disbursements

3,597,085.

b Net investment income (if negative, enter -0-)

3,932,724.

c Adjusted net income (if negative, enter -0-)

N/A

823501 12-11-18

LHA For Paperwork Reduction Act Notice, see instructions.

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13360922 132842 33079.0000

2018.04030 NEXTFIFTY INITIATIVE

33079.01

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	291,433.	209,029.	209,029.
	2 Savings and temporary cash investments	3,736,843.	5,222,541.	5,222,541.
	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.	38,274.	38,274.	38,274.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	38,893.	4,476.	4,476.
	10a Investments - U.S. and state government obligations STMT 9	22,884,591.	22,471,317.	22,471,317.
	b Investments - corporate stock STMT 10	124,682,864.	117,928,460.	117,928,460.
	c Investments - corporate bonds STMT 11	54,288,631.	53,889,153.	53,889,153.
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other STMT 12	0.	174,209.	174,209.	
14 Land, buildings, and equipment: basis ▶ 91,209.				
Less: accumulated depreciation STMT 13 ▶ 12,846.	83,187.	78,363.	78,363.	
15 Other assets (describe ▶ STATEMENT 14)	228.	532.	532.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	206,044,944.	200,016,354.	200,016,354.	
Liabilities	17 Accounts payable and accrued expenses	61,308.	28,477.	
	18 Grants payable	2,831,187.	6,537,530.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ ACCRUED PTO)	34,222.	34,221.	
23 Total liabilities (add lines 17 through 22)	2,926,717.	6,600,228.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31. ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	203,118,227.	193,416,126.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input type="checkbox"/>			
	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	203,118,227.	193,416,126.		
31 Total liabilities and net assets/fund balances	206,044,944.	200,016,354.		

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	203,118,227.
2 Enter amount from Part I, line 27a	2	3,597,085.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	206,715,312.
5 Decreases not included in line 2 (itemize) ▶ UNREALIZED LOSSES	5	13,299,186.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	193,416,126.

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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		12/30/18
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 200,665,796.		199,601,347.	1,064,449.		
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			1,064,449.		
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	1,064,449.	
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))
2017	8,975,092.	197,555,795.	.045431
2016	1,246,520.	193,433,121.	.006444
2015			
2014			
2013			

2 Total of line 1, column (d)	2	.051875
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	.025938
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	204,296,272.
5 Multiply line 4 by line 3	5	5,299,037.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	39,327.
7 Add lines 5 and 6	7	5,338,364.
8 Enter qualifying distributions from Part XII, line 4 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.	8	4,906,533.

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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b	1	78,654.
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	78,654.
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	78,654.
6	Credits/Payments:		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	22,084.
b	Exempt foreign organizations - tax withheld at source	6b	0.
c	Tax paid with application for extension of time to file (Form 8868)	6c	0.
d	Backup withholding erroneously withheld	6d	0.
7	Total credits and payments. Add lines 6a through 6d	7	22,084.
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	56,570.
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 2019 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 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.		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	
b 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(c) (relating to sections 4911 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. <input type="checkbox"/> 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	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 2018 or the tax year beginning in 2018? 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		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		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.NEXTFIFTYINITIATIVE.ORG	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 2018, 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		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 2018?	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 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years N/A 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. N/A	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 2018 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 2018.) N/A	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?	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

5b

☒ X

Organizations relying on a current notice regarding disaster assistance, check here

☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

☒ X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

8 Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?

☐ Yes ☒ No**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		556,667.	50,719.	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 40.00	78,476.	2,708.	0.
PATRICIA SNYDER - 950 S. CHERRY STREET, STE 510, DENVER, CO 80246	ADMINISTRATIVE MANAGER 40.00	51,433.	15,006.	0.
TIFFANY WELCH - 950 S. CHERRY STREET, STE 510, DENVER, CO 80246	PROGRAM OFFICER 24.00	51,515.	1,540.	0.

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

0

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

Total number of others receiving over \$50,000 for professional services	0
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Expenses

Amount

Total. Add lines 1 through 3	0.
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33079.01

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	202,795,604.
b	Average of monthly cash balances	1b	4,611,779.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	207,407,383.
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	207,407,383.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	3,111,111.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	204,296,272.
6	Minimum investment return. Enter 5% of line 5 ADJUSTED FOR SHORT TAX PERIOD	6	5,149,288.

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	5,149,288.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	78,654.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	294.
c	Add lines 2a and 2b	2c	78,948.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,070,340.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	5,070,340.
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	5,070,340.

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	4,906,533.
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	
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	4,906,533.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,906,533.

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				5,070,340.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			4,611,172.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 4,906,533.				
a Applied to 2017, but not more than line 2a			4,611,172.	
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 2018 distributable amount				295,361.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (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:	0.			
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 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				4,774,979.
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 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				

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

N/A

- 1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☒ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

- b 85% of line 2a

- c** Qualifying distributions from Part XII,
line 4 for each year listed

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- e** Qualifying distributions made directly for active conduct of exempt activities.

- 3 Subtract line 2d from line 2c
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(i)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income

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

- 1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

- a The name, address, and telephone number or email address of the person to whom applications should be addressed.

SEE STATEMENT 16

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

- c Any submission deadlines?**

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

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

Recipient	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				
BAYAUD ENTERPRISES 333 W BAYAUD AVENUE DENVER, CO 80223	NA	PC	COMMUNITY RESOURCE NAVIGATION	81,020.
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.
COLORADO CONSUMER HEALTH INITIATIVE 1420 OGDEN, SUITE A1 DENVER, CO 80218	NA	PC	CONSUMER BENEFITS EDUCATION, ASSISTANCE & NAVIGATION	50,000.
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.
Total SEE CONTINUATION SHEET(S) ▶ 3a				4,228,778.
b Approved for future payment				
A LITTLE HELP 2755 S LOCUST STREET, SUITE 220 DENVER, CO 80203	NA	PC	A LITTLE HELP IN LARIMER COUNTY	60,000.
AARP FOUNDATION 601 E. STREET NW WASHINGTON, DC 20049	NA	PF	CONNECT2AFFECT: CONNECTED COMMUNITIES	112,750.
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				8,354,570.

Form 990-PF (2018)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	10,512.		
4 Dividends and interest from securities			14	3,171,351.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	1,064,449.		
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.		4,246,312.		0.
13 Total. Add line 12, columns (b), (d), and (e)						4,246,312.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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

Recipient's Name and Address	NO. 1	Grant Amount	Date of Grant	Amount Expended	Verification Date
COLORADO, STATE OF 200 EAST COLFAX, ROOM 115 DENVER, CO 80203		150,000.	10/06/18		
Purpose of Grant SENIOR ADVISOR ON AGING					
Date of Reports by Grantee		Divisions by Grantee			
SEMI-ANNUAL REPORTS ISSUED		N/A			
Results of Verification REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.					

NEXTFIFTY INITIATIVE 26-2700185
Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 2	Grant Amount	Date of Grant	Amount Expended	Verification Date
UNIVERSITY OF COLORADO DENVER 13001 E 17TH PL AURORA, CO 80045		204,522.	12/15/18		
Purpose of Grant POST-GRADUATE GERIATRIC MEDICINE TRAINING FOR ADVANCED PRACTICE PROVIDERS (APPS)					
Date of Reports by Grantee SEMI-ANNUAL REPORTS ISSUED		Diversions by Grantee N/A			
Results of Verification REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.					

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

Recipient's Name and Address	NO. 3	Grant Amount	Date of Grant	Amount Expended	Verification Date
LARIMER COUNTY EXTENSION 1525 BLUE SPRUCE DRIVE FORT COLLINS, CO 80524		149,500.	12/15/18		
Purpose of Grant SENIOR ACCESS POINTS OF LARIMER COUNTY: IMPROVING INFORMATION ACCESS FOR RURAL AND ISOLATED RESIDENTS					
Date of Reports by Grantee		Divisions by Grantee			
SEMI-ANNUAL REPORTS ISSUED		N/A			
Results of Verification REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.					

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

Recipient's Name and Address	NO. 4	Grant Amount	Date of Grant	Amount Expended	Verification Date
OKLAHOMA STATE UNIVERSITY 138 HUMAN SCIENCES STILLWATER, OK 74078		111,917.	12/15/18		
Purpose of Grant CONVERGENCE. LAYING THE GROUNDWORK FOR RE-PURPOSING DISTRESSED URBAN MALL ENVIRONMENTS FOR MIXED-USE DEMENTIA FRIENDLY CITY CENTERS					
Date of Reports by Grantee SEMI-ANNUAL REPORTS ISSUED		Diversions by Grantee N/A			
Results of Verification REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.					

NEXTFIFTY INITIATIVE 26-2700185
Form 990-PF, Part VII-B, Line 5c - Expenditure Responsibility Statement

Recipient's Name and Address	NO. 5	Grant Amount	Date of Grant	Amount Expended	Verification Date
THE UNIVERSTY OF IOWA 118 S CLINTON STREET, SCST IOWA CITY, IA 52242		168,324.	12/15/18		
Purpose of Grant EXPANDING AND ENHANCING EMPLOYER EFFORTS TO ADDRESS COLORADO'S AGING WORKFORCE					
Date of Reports by Grantee		Diversions by Grantee			
SEMI-ANNUAL REPORTS ISSUED		N/A			
Results of Verification REPORTS ARE IN COMPLIANCE WITH THE REQUIREMENTS OF EXERCISING EXPENDITURE RESPONSIBILITY.					

NEXTFIFTY INITIATIVE

26-2700185

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, 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.
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.
EAGLE VALLEY SENIOR LIFE PO BOX 9727 AVON AVON, CO 81620	NA	PC	SENIOR TRANSPORTATION PROJECT	16,000.
GRAND FAMILY COALITION, INC. 802 WAXBERRY COURT LOVELAND, CO 80538	NA	PC	KINSHIP CAREGIVER OUTREACH PROJECT	23,040.
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.
JOHNSON ADULT DAY PROGRAM 3444 SOUTH EMERSON STREET ENGLEWOOD, CO 80113	NA	PC	SHORT YEAR 2018 OPERATIONS	275,375.
KAVOD SENIOR LIFE 22 S ADAMS ST. DENVER, CO 80209	NA	PC	KAVOD IN THE CITY	58,370.
Total from continuation sheets				3,826,519.

NEXTFIFTY INITIATIVE

26-2700185

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 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.
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	750,000.
OUT BOULDER COUNTY 2132 14TH STREET BOULDER, CO 80302	NA	PC	OUT BOULDER COUNTY FINANCIAL AUDIT	6,000.
PILLAR INSTITUTE FOR LIFELONG LEARNING 1710 BRIARGATE BLVD, SUITE 847 COLORADO SPRINGS, CO 80920	NA	PC	LIFELONG LEARNING PROJECT	15,000.
ROCKY MOUNTAIN CHILDREN'S LAW CENTER 1325 SOUTH COLORADO BOULEVARD, SUITE 701 DENVER, CO 80222	NA	PC	THE AGING CAREGIVER ADVOCACY PROGRAM	87,656.
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.
Total from continuation sheets				

NEXTFIFTY INITIATIVE

26-2700185

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
SENIOR RESOURCE SERVICES 800 8TH AVE STE 229 GREELEY, CO 80631	NA	PC	REVENUE STREAM CAPACITY BUILDING	15,000.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	SRC TRANSITION - JADP	1,200,000.
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	168,324.
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 LA VETA, CO 81055	NA	PC	SENIOR PILATES FOR SENIOR HEALTH	10,334.
UNIVERSITY OF COLORADO DENVER 13001 E 17TH PL AURORA, CO 80045	NA	GOV	POST-GRADUATE GERIATRIC MEDICINE TRAINING FOR ADVANCED PRACTICE PROVIDERS (APPS)	204,522.
VALIDATION TRAINING INSTITUTE, INC. 36980 WALLACE CREEK ROAD SPRINGFIELD, OR 97478	NA	PC	FAMILY CAREGIVER COURSE	17,350.
Total from continuation sheets				

NEXTFIFTY INITIATIVE

26-2700185

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
BROTHERS REDEVELOPMENT, INC. 2250 EATON STREET, SUITE B EDGEWATER, CO 80214	NA	PC	HOME MODIFICATION & REPAIR (HMR)	75,000.
CENTER FOR AFRICAN AMERICAN HEALTH 3601 MARTIN LUTHER KING JR. BLVD. DENVER, CO 80205	NA	PC	SENIOR HEALTH AND WELLNESS	70,000.
CHAFFEE COUNTY PUBLIC HEALTH 448 EAST 1ST STREET, SUITE 137 SALIDA, CO 81201	NA	PC	CHAFFEE COUNTY SENIOR HEALTH ASSESSMENT	15,000.
CITY OF GUNNISON, PARKS & RECREATION, RECREATION, SENIOR PROGRAMMING PO BOX 239 GUNNISON, CO 81230	NA	GOV	GRADUATE ASSISTANTSHIP FOR SENIOR HEALTH & WELLNESS	26,577.
COLORADO CENTER FOR THE BLIND 2233 WEST SHEPPERD AVENUE LITTLETON, CO 80120	NA	PC	INDEPENDENCE FOR BLIND SENIORS	50,000.
COLORADO DEPARTMENT OF HUMAN SERVICES 1575 SHERMAN STREET DENVER, CO 80203	NA	GOV	PACE OMBUDSMAN	159,064.
COLORADO DEPARTMENT OF HUMAN SERVICES 1575 SHERMAN STREET DENVER, CO 80203	NA	GOV	PACE OMBUDSMAN	165,426.
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	84,500.
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 GRAND JUNCTION, CO 81501	NA	PC	WESTERN COLORADO FRAILTY INDEX: ENHANCING QUALITY OF LIFE THROUGH COLLABORATION AND DATA	97,789.
Total from continuation sheets				8,062,653.

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
COLORADO NONPROFIT DEVELOPMENT CENTER 789 SHERMAN STREET, SUITE 250 DENVER, CO 80203	NA	PC	THE LEADERSHIP AND COMMUNITY EDUCATION ACADEMY FOR OLDER ADULTS	96,363.
COLORADO RURAL HEALTH CENTER 3033 S PARKER ROAD, STE 606 AURORA, CO 80014	NA	PC	ICARE IMPROVING COMMUNICATIONS AND READMISSIONS	244,402.
COLORADO SPRINGS CITY GOVERNMENT 30 SOUTH NEVADA COLORADO SPRINGS, CO 80903	NA	GOV	AGING IN PLACE PROGRAM (APP)	74,158.
COLORADO, STATE OF 200 EAST COLFAX, ROOM 115 DENVER, CO 80203	NA	GOV	SENIOR ADVISOR ON AGING	150,000.
COMMUNITY DENTAL HEALTH NPO 1436 NORTH HANCOCK AVENUE COLORADO SPRINGS, CO 80903	NA	PC	COLLECTIVE IMPACT FOR PUEBLO	200,000.
DENVER CIVIC VENTURES, INC. 1515 ARAPAHOE STREET, TOWER II, SUITE 400 DENVER, CO 80202	NA	PC	DENVER STARTUP WEEK	10,000.
ENVIDA (AMBLICAB) 5640 N ACADEMY BLVD COLORADO SPRINGS, CO 80918	NA	PC	TRANSPORTATION TECHNOLOGY FOR SENIORS	10,000.
ENVIDA (FORMERLY 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 JUNCTION HOUSING AUTHORITY 8 NORTH FORESIGHT STREET GRAND JUNCTION, CO 81505	NA	PC	INTEGRATED COMMUNITY CARE	80,300.
Total from continuation sheets				

NEXTFIFTY INITIATIVE

26-2700185

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
HABITAT FOR HUMANITY OF MONTEZUMA COUNTY PO BOX 1261 CORTEZ, CO 81321	NA	PC	HABITAT HOME REPAIR PROGRAM	25,000.
HEALTH DISTRICT OF NORTHERN LARIMER COUNTY 120 BRISTLECONE DRIVE FORT COLLINS, CO 80524	NA	GOV	ADVANCE CARE PLANNING	121,155.
HORSES MAKE MIRACLES 12271 MINERAL ROAD LONGMONT, CO 80504	NA	PC	SILVER STIRRUPS	5,000.
HOSPICE OF MONTEZUMA, INC. PO BOX 740 CORTEZ, CO 81321	NA	PC	ELECTRONIC MEDICAL RECORD UPGRADE	25,000.
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	75,000.
LA VETA VILLAGE, INC. 109 EAST FRANCISCO STREET PO BOX 143 LA VETA, CO 81055	NA	PC	LA VETA VILLAGE AUDITED FINANCIAL STATEMENTS	60,000.
LAMAR COMMUNITY COLLEGE FOUNDATION 2401 SOUTH MAIN STREET LAMAR, CO 81052	NA	PF	ENGAGING ACTIVE SENIORS IN THE MAKERSPACE MOVEMENT	158,000.
LINCOLN COMMUNITY HOSPITAL 111 6TH STREET HUGO, CO 80821	NA	GOV	CREATING ACCESS FOR THE RURAL AGING USING TECHNOLOGY	100,000.
LINCOLN COMMUNITY HOSPITAL 111 6TH STREET HUGO, CO 80821	NA	GOV	CREATING ACCESS FOR THE RURAL AGING USING TECHNOLOGY	100,000.
MONTROSE COUNTY SENIOR CITIZENS TRANSPORATION PO BOX 1416 MONTROSE, CO 81402	NA	PC	COMPUTER AIDED SCHEDULING & DISPATCH SOFTWARE (CASD) AND MOBILE INTELLIGENT TRANSPORTATION SYSTEM	37,200.
Total from continuation sheets				

NEXTFIFTY INITIATIVE

26-2700185

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
OLDER ADULTS TECHNOLOGY SERVICES, INC. 168 7TH STREET, SUITE 3A BROOKLYN, NY 11215	NA	PC	SENIOR PLANET COLORADO	750,000.
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.
PARTNERSHIP FOR AGE-FRIENDLY COMMUNITIES PO BOX 288 COLLINS, CO 80521	NA	PC	CAPACITY BUILDING - PAFC IN LARIMER COUNTY	78,000.
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.
PRAIRIE FAMILY CENTER 390 14TH STREET BURLINGTON, CO 80807	NA	PC	TAI-CHI FOR SENIORS	9,708.
PUEBLO CITY-COUNTY LIBRARY DISTRICT 100 EAST ABRIENDO AVENUE PUEBLO, CO 81004	NA	GOV	SENIORS MAKE! CREATIVE AGING AT THE LIBRARY	10,000.
PVH & MCR FOUNDATION 2315 E HARMONY ROAD, SUITE 200 PORT FORT COLLINS, CO 80528	NA	PC	COMMUNITY PARAMEDICS: PROACTIVE VS. REACTIVE	92,158.
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	CHANGING THE NARRATIVE	150,000.
ROSE COMMUNITY FOUNDATION 600 S CHERRY STREET, SUITE 1200 DENVER, CO 80246	NA	PC	LATINO AGE WAVE COLORADO/CONECTORAS OF MONTBELLO	125,000.
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 RESOURCE SERVICES 800 8TH AVENUE, SUITE 229 GREELEY, CO 80631	NA	PC	MARKETING & PUBLICITY FOR CAPACITY BUILDING	10,000.
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, COMPREHENSIVE, AND CLIENT-CENTERED CASE MANAGEMENT SERVICES FOR THE HOMELESS	100,000.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	JOHNSON ADULT DAY PROGRAM	1,200,000.
SENIOR'S RESOURCE CENTER 3227 CHASE STREET WHEAT RIDGE, CO 80212	NA	PC	JOHNSON ADULT DAY PROGRAM	155,300.
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	JOHNSON ADULT DAY PROGRAM	1,200,000.
SILVER KEY SENIOR SERVICES 1625 SOUTH MURRAY BLVD. COLORADO SPRINGS, CO 80916	NA	PC	SILVER KEY CENTER FOR ACTIVITY AND WELLNESS	150,000.
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	163,950.
TRI-COUNTY HEALTH NETWORK 238 EAST COLORADO AVENUE, SUITE 8, PO BOX 4178 TELLURIDE, CO 81435	NA	PC	TELETHERAPY FOR ADULTS AGED 50+	64,702.
Total from continuation sheets				

26-2700185

3 Grants and Contributions Approved for Future Payment (Continuation)

823635
04-01-1B

Part XV | **Supplementary Information**

3a Grants and Contributions Paid During the Year 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

Part XV | **Supplementary Information**

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

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 - MONTROSE COUNTY SENIOR CITIZENS TRANSPORTATION

COMPUTER AIDED SCHEDULING & DISPATCH SOFTWARE (CASD) AND MOBILE

INTELLIGENT TRANSPORTATION SYSTEM (ITS) TECHNOLOGY

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

NAME OF RECIPIENT - SENIOR SUPPORT SERVICES

LOW-BARRIER, COMPREHENSIVE, AND CLIENT-CENTERED CASE MANAGEMENT

SERVICES FOR THE HOMELESS SENIORS OF THE DENVER AREA

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Go to www.irs.gov/Form990 for the latest information.

OMB No 1545-0047.

2018

Name of the organization

NEXTFIFTY INITIATIVE

Employer identification number

26-2700185**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 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 33 1/3% 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 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I (entering "N/A" in column (b) instead of the contributor name and address), 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 *exclusively* 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 *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* 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 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2018)

Name of organization

Employer identification number

NEXTFIFTY INITIATIVE

26-2700185

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	INNOVAGE 8950 E LOWRY BOULEVARD DENVER, CO 80230	\$ 8,310,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

NEXTFIFTY INITIATIVE**26-2700185****Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

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
GUARANTY BANK- NFI SAVINGS	10,512.	10,512.	
TOTAL TO PART I, LINE 3	10,512.	10,512.	

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	3,171,351.	0.	3,171,351.	3,171,351.	
TO PART I, LINE 4	3,171,351.	0.	3,171,351.	3,171,351.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	20,933.	0.		20,933.
TO FM 990-PF, PG 1, LN 16A	20,933.	0.		20,933.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	39,472.	0.		39,472.
TO FORM 990-PF, PG 1, LN 16B	39,472.	0.		39,472.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
I.T. EXPENSE	1,377.	0.		1,377.
CONSULTING	6,650.	0.		6,650.
INVESTMENT FEES	294,601.	294,601.		0.
TO FORM 990-PF, PG 1, LN 16C	302,628.	294,601.		8,027.

FORM 990-PF

TAXES

STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME & EXCISE TAXES	20,000.	0.		0.
FICA TAXES	20,578.	0.		20,578.
TO FORM 990-PF, PG 1, LN 18	40,578.	0.		20,578.

FORM 990-PF

OTHER EXPENSES

STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	8,467.	0.		8,467.
ADVERTISING	44,741.	0.		44,741.
IT EXPENSE	28,433.	0.		2,218.
OFFICE EXPENSE	10,050.	0.		10,049.
DUES & SUBSCRIPTIONS	5,959.	0.		5,959.
BANK FEES	387.	387.		0.
LICENSES	530.	0.		530.
PAYROLL PROCESSING FEE	1,591.	0.		1,591.
MISCELLANEOUS	2,111.	0.		2,111.
TO FORM 990-PF, PG 1, LN 23	102,269.	387.		75,666.

FOOTNOTES

STATEMENT 8

PART XIII, COLUMN (C), LINE 2A:

THE 2017 UNDISTRIBUTED INCOME DISCLOSED ON LINE 2A (\$4,611,172) IS ONE-HALF OF THE TOTAL UNDISTRIBUTED INCOME CALCULATED ON NEXTFIFTY INITIATIVE'S 2017 FORM 990-PF, \$9,222,343, WHICH IS FOR THE FISCAL YEAR-ENDED JUNE 30, 2018. THIS AMOUNT WAS REQUIRED TO BE DISTRIBUTED FOR CHARITABLE PURPOSES BY JUNE 30, 2019.

THE 2018 FORM 990-PF REFLECTS A CHANGE IN ACCOUNTING PERIOD TO DECEMBER 31, SO THE 2018 FILING IS FOR SIX-MONTHS (JULY 1, 2018-DECEMBER 31, 2018). THE ONE-HALF ADJUSTMENT TO THE FULL YEAR 2017 UNDISTRIBUTED INCOME IS ATTRIBUTABLE TO THE 2018 CHANGE IN ACCOUNTING PERIOD.

AS A RESULT, \$4,611,172, ONE-HALF OF 2017 UNDISTRIBUTED INCOME, WAS DISTRIBUTED FOR CHARITABLE PURPOSES BY DECEMBER 31, 2018. THE REMAINDER OF THE 2017 UNDISTRIBUTED INCOME, \$4,611,171, IN ADDITION TO THE 2018 SHORT-PERIOD UNDISTRIBUTED INCOME OF \$4,774,979 (PART XIII, COLUMN (D), LINE 6F), WILL BE DISTRIBUTED FOR CHARITABLE PURPOSES BY DECEMBER 31, 2019, DUE TO THIS CHANGE IN ACCOUNTING PERIOD.

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		698,050.	698,050.
U.S. TREASURY NOTE 2.000000% 02/15/2025 FA OFF THE RUN	X		974,872.	974,872.
U.S. TREASURY NOTE 2.000000% 08/15/2025 FA OFF THE RUN	X		1,165,946.	1,165,946.
U.S. TREASURY NOTE 2.125000% 05/15/2025 MN OFF THE RUN	X		1,463,712.	1,463,712.
U.S. TREASURY NOTE 2.125000% 07/31/2024 JJ ON THE RUN	X		493,574.	493,574.
U.S. TREASURY NOTE 2.250000% 11/15/2024 MN OFF THE RUN	X		492,803.	492,803.
USII INFL IX NOTE 0.125000% 04/15/2019 AO OFF THE RUN	X		3,059,246.	3,059,246.
USII INFL IX NOTE 0.125000% 04/15/2020 AO OFF THE RUN	X		3,035,450.	3,035,450.
USII INFL IX NOTE 0.125000% 04/15/2021 AO OFF THE RUN	X		3,139,178.	3,139,178.
U.S. TREASURY NOTE 1.625% 02/15/2026 FA	X		1,130,681.	1,130,681.
U.S. TREASURY NOTE 2.250% 12/31/2023	X		666,455.	666,455.
USII INFL IX NOTE 0.125000% 04/15/2022 AO OFF THE RUN	X		3,093,845.	3,093,845.
USII INFL IX NOTE 0.625000% 04/15/2023 AO ON THE RUN	X		3,057,505.	3,057,505.
TOTAL U.S. GOVERNMENT OBLIGATIONS			22,471,317.	22,471,317.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			22,471,317.	22,471,317.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DWS U.S. MULTI-FACTOR FUND I SHARES	11,063,139.	11,063,139.
GS TACTICAL TILT OVERLAY MUTUAL FUND P SHARES	16,950,051.	16,950,051.
STATE STREET HEDGED INTL K	13,372,989.	13,372,989.
STATE STREET EMERGING K	4,520,321.	4,520,321.
MULTI-MANAGER US SM CAP	7,325,005.	7,325,005.
MULTI-MANAGER INTL	13,206,199.	13,206,199.
ISHARES S&P 500 K	37,355,762.	37,355,762.
HEDGE FUND MANAGERS (STRATEGIC) LTD CLASS P SERIES 1	14,134,994.	14,134,994.
TOTAL TO FORM 990-PF, PART II, LINE 10B	117,928,460.	117,928,460.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
RECKITT BENCKISER TSY 2.75% 06/26/2024 USD PVT REGS SR LIEN	756,340.	756,340.
PUBLIC STORAGE 3.094% 09/15/2027 USD SR LIEN	803,854.	803,854.
PRECISION CASTPARTS CORP. 2.5% 01/15/2023 USD SR LIEN	491,944.	491,944.
PRECISION CASTPARTS CORP 3.25% 06/15/2025 USD SR LIEN	786,956.	786,956.
NORTHROP GRUMMAN CORPORATION 2.93% 01/15/2025 SR LIEN	384,960.	384,960.
NVIDIA CORP 2.2% 09/16/2021 USD SR LIEN	295,157.	295,157.
NOVARTIS CAPITAL CORP 2.4% 05/17/2022 USD SR LIEN	195,645.	195,645.
ROCKWELL COLLINS INC 3.2% 03/15/2024 USD SR LIEN	243,108.	243,108.
NORTHERN TRUST CORPORATION HYBRID 05/08/2032 USD JRSUB LIEN CPN 05/08/17 3.3	350,805.	350,805.
NATIONAL RURAL UTILITIES COOPE 3.4% 02/07/2028 ONTARIO (PROVINCE OF) 3.2% 05/16/2024 USD SR LIEN	499,485.	499,485.
SANOFI-AVENTIS 4.0% 03/29/2021 USD SR LIEN	1,016,810.	1,016,810.
TRANSCANADA PIPELINES LIMITED 3.75% 10/16/2023 USD SR LIEN	671,425.	671,425.
TARGET CORPORATION 3.5% 07/01/2024 USD SR LIEN	1,004,183.	1,004,183.
THERMO FISHER SCIENTIFIC INC. 2.95% 09/19/2026 USD SR LIEN	307,251.	307,251.
TJX COMPANIES, INC. 2.25% 09/15/2026 USD SR LIEN	465,604.	465,604.
VISA INC. 2.8% 12/14/2022 USD SER 7YR SR LIEN	137,087.	137,087.
VISA INC. 3.15% 12/14/2025 USD SR LIEN	197,754.	197,754.
WAL-MART STORES INC 2.65% 12/15/2024 USD SR LIEN	393,671.	393,671.
XILINX INC 2.95% 06/01/2024 USD SR LIEN	875,284.	875,284.
MEDTRONIC, INC. 2.5% 03/15/2020 USD SER B SR LIEN	287,081.	287,081.
ORACLE SYSTEMS CORP 3.4% 07/04/2028	325,728.	325,728.
BANK OF NOVA SCOTIA 3.125% 04/20/2021	836,838.	836,838.
	753,437.	753,437.

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TARGET CORP 2.5% 04/15/2026 USD SR LIEN	352,079.	352,079.
MANUF & TRADERS TRUST CO 2.5% 05/18/2022 USD SER BKNT SR LIEN	852,588.	852,588.
KFW 1.625% 05/29/2020 USD SR LIEN	493,777.	493,777.
LOCKHEED MARTIN CORPORATION 2.9% 03/01/2025 USD SR LIEN	630,153.	630,153.
CLOROX COMPANY 3.5% 12/15/2024 USD SR LIEN	200,095.	200,095.
CITIZENS BANK NA/RI MTN 2.55% 05/13/2021 USD SER BKNT SR LIEN	368,055.	368,055.
CITIGROUP INC. HYBRID 07/24/2028 USD SR LIEN CPN 07/24/17 3.668%	816,575.	816,575.
CHURCH & DWIGHT CO., INC. 2.45% 08/01/2022 USD SR LIEN	586,001.	586,001.
CELGENE CORPORATION 3.25% 08/15/2022 USD SR LIEN	298,217.	298,217.
CBS CORPORATION 4.0% 01/15/2026 USD SR LIEN	1,085,991.	1,085,991.
BP CAPITAL MARKETS P.L.C. 3.216% 11/28/2023 USD SR LIEN	296,555.	296,555.
COCA-COLA FEMSA S.A.B. DE C.V. 4.625% 02/15/2020 USD SER B SR LIEN	233,099.	233,099.
BIOGEN INC. 2.9% 09/15/2020 USD SR LIEN	300,327.	300,327.
ASIA MTN 1.875% 08/10/2022 SER 5Y SR LIEN	490,716.	490,716.
APPLE INC. 3.2% 05/11/2027 USD SR LIEN	339,334.	339,334.
ANHUESER-BUSCH INBEV FIN INC 2.625% 01/17/2023 USD SR LIEN	265,028.	265,028.
AMGEN INC. 1.85% 08/19/2021 USD SR LIEN	485,517.	485,517.
AMERICAN TOWER CORPORATION 3.0% 06/15/2023 USD SR LIEN	963,453.	963,453.
AMERICA MOVIL SOCIEDAD ANONIMA BURSATIL DE CAPITAL VARIABLE SR LIEN	720,785.	720,785.
ACTIVISION BLIZZARD, INC 2.3% 09/15/2021 USD SER WI SR LIEN	294,199.	294,199.
3M COMPANY MTN 2.25% 03/15/2023 USD SR LIEN	1,195,214.	1,195,214.
BB&T CORPORATION MTN 2.85% 10/26/2024 USD SR LIEN	772,733.	772,733.
COSTCO WHOLESALE CORP 2.75% 05/18/2024 USD SR LIEN	951,556.	951,556.
CVS HEALTH CORPORATION 2.125% 06/01/2021 USD SR LIEN	821,645.	821,645.
DEUTSCHE TELEKOM INTERNATIONAL 2.485% 09/19/2023 USD PVT REGS SR LIEN	285,373.	285,373.
KINDER MORGAN ENERGY PARTNERS, 3.5% 03/01/2021 USD SR LIEN	655,581.	655,581.
KFW 1.5% 02/06/2019 USD SR LIEN	628,257.	628,257.
JPMORGAN CHASE & CO. HYBRID 03/01/2025 USD SR LIEN CPN 06/01/17-02/29/24 3.2	488,357.	488,357.
JPMORGAN CHASE & CO. HYBRID 02/01/2028 USD SR LIEN CPN 02/01/17-01/31/27 3.7	345,267.	345,267.
HOME DEPOT, INC. 2.125% 09/15/2026 USD SR LIEN	611,831.	611,831.
GE CAPITAL INTERNATIONAL FUNDI 2.342% 11/15/2020 USD SER WI SR LIEN	919,650.	919,650.
FLORIDA POWER & LIGHT CO 3.25% 06/01/2024 USD SR LIEN	200,068.	200,068.
LOCKHEED MARTIN CORPORATION 3.35% 09/15/2021 USD SR LIEN	304,951.	304,951.
FEDERATED HIGH YIELD BOND FUND MUTUAL FUND CLASS INST SHARES	9,000,053.	9,000,053.
FEDERAL HOME LOAN BANK SYSTEM 2.25% 06/11/2021 SER ZD-2021 SR LIEN	347,928.	347,928.

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FEDERAL HOME LOAN BANK SYSTEM 1.625% 06/14/2019 SR LIEN	398,575.	398,575.
FEDERAL FARM CREDIT BANK 1.68% 10/13/2020	1,481,760.	1,481,760.
EIB 1.625% 08/14/2020 SR LIEN	643,883.	643,883.
EDC 2.0% 05/17/2022 SR LIEN	1,079,721.	1,079,721.
EATON VANCE GROUP EATON VANCE INCM FD OF BOSTON MUTUAL FUND CLASS I SHARES	8,993,663.	8,993,663.
DIAMOND 1 FINANCE CORPORATION 4.42% 06/15/2021 USD PVT REGS SR LIEN DIAMOND	100,031.	100,031.
FEDERAL HOME LOAN BANK SYSTEM 3.0% 09/11/2026 SER 0000 SR LIEN	1,510,105.	1,510,105.
TOTAL TO FORM 990-PF, PART II, LINE 10C	53,889,153.	53,889,153.

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 12
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PRIVATE CREDIT MANAGERS II OFFSHORE LP	FMV	6,361.	6,361.
PRIVATE EQUITY MANAGERS (2018) OFFSHORE SCSP	FMV	167,848.	167,848.
TOTAL TO FORM 990-PF, PART II, LINE 13		174,209.	174,209.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT		STATEMENT 13
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & EQUIPMENT	84,990.	11,124.	73,866.
LEASEHOLD IMPROVEMENTS	6,219.	1,722.	4,497.
TOTAL TO FM 990-PF, PART II, LN 14	91,209.	12,846.	78,363.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ESCROW	228.	0.	0.
OTHER ASSETS	0.	532.	532.
TO FORM 990-PF, PART II, LINE 15	228.	532.	532.

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 CONTRIB	EXPENSE 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
40.00 120,787. 9,466. 0.

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

PRESIDENT & CEO
40.00 264,475. 33,594. 0.

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

CHIEF FINANCIAL OFFICER
40.00 171,405. 7,659. 0.

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

<u>556,667.</u>	<u>50,719.</u>	<u>0.</u>
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FORM 990-PF

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

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALL GRANT APPLICATIONS SHOULD BE COMPLETED AND SUBMITTED ONLINE
AT WWW.NEXTFIFTYINITIATIVE.ORG

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