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Form 990-PF

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

For calendar year 2018, or tax year beginning 02-01-2018, and ending 01-31-2019

Name of foundation
DONNELL-KAY FOUNDATION INC

A Employer identification number
59-6169704

Number and street (or P O box number if mail is not delivered to street address)
730 17TH STREET

Room/suite

B Telephone number (see instructions)
(720) 932-1544

City or town, state or province, country, and ZIP or foreign postal code
DENVER, CO 80202

C If exemption application is pending, check here

G Check all that apply

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

D 1. Foreign organizations, check here

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

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

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

H Check type of organization

Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust

Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16)

J Accounting method

28,931,923

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)	(b)	(c)	(d)
	Revenue and expenses per books	Net investment income	Adjusted net income	Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	380,000		
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B			
	3 Interest on savings and temporary cash investments	2,652	2,652	
	4 Dividends and interest from securities	1,002,799	1,002,799	
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	397,346		
	b Gross sales price for all assets on line 6a			
	7 Capital gain net income (from Part IV, line 2)		397,346	
	8 Net short-term capital gain			
	9 Income modifications			
	10a Gross sales less returns and allowances			
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	1,782,797	1,402,797		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0	0
	14 Other employee salaries and wages	896,360	1,800	894,560
	15 Pension plans, employee benefits	38,597	0	38,597
	16a Legal fees (attach schedule)	20,799	0	20,799
	b Accounting fees (attach schedule)	24,739	4,948	19,791
	c Other professional fees (attach schedule)	284,738	82,509	202,229
	17 Interest			
	18 Taxes (attach schedule) (see instructions)	93,885	16,279	64,261
	19 Depreciation (attach schedule) and depletion			
	20 Occupancy	28,972	0	28,972
	21 Travel, conferences, and meetings	26,964	0	26,964
	22 Printing and publications	1,608	0	1,608
	23 Other expenses (attach schedule)	399,260	0	399,260
	24 Total operating and administrative expenses. Add lines 13 through 23	1,815,922	105,536	1,697,041
	25 Contributions, gifts, grants paid	403,257		403,257
	26 Total expenses and disbursements. Add lines 24 and 25	2,219,179	105,536	2,100,298
	27 Subtract line 26 from line 12			
	a Excess of revenue over expenses and disbursements	-436,382		
	b Net investment income (if negative, enter -0-)		1,297,261	
c Adjusted net income (if negative, enter -0-)				

For Paperwork Reduction Act Notice, see instructions.

Cat No 11289X

Form 990-PF (2018)

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	404,731	377,310	377,310
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ <u>65</u>			
	Less allowance for doubtful accounts ▶ _____		65	65
	4 Pledges receivable ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ _____			
	Less allowance for doubtful accounts ▶ _____			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	45,163	34,401	34,401
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	26,434,463	26,042,182	27,553,147
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment basis ▶ _____			
Less accumulated depreciation (attach schedule) ▶ _____				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	100,000	100,000	100,000	
14 Land, buildings, and equipment basis ▶ <u>1,197,251</u>				
Less accumulated depreciation (attach schedule) ▶ <u>1,197,251</u>	0	0	867,000	
15 Other assets (describe ▶ _____)				
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	26,984,357	26,553,958	28,931,923	
Liabilities	17 Accounts payable and accrued expenses	8,373	10,227	
	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 ▶ _____)	3,278	280	
	23 Total liabilities (add lines 17 through 22)	11,651	10,507	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	26,972,706	26,543,451	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
30 Total net assets or fund balances (see instructions)	26,972,706	26,543,451		
31 Total liabilities and net assets/fund balances (see instructions) .	26,984,357	26,553,958		

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	26,972,706
2 Enter amount from Part I, line 27a	2	-436,382
3 Other increases not included in line 2 (itemize) ▶ _____	3	7,127
4 Add lines 1, 2, and 3	4	26,543,451
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	26,543,451

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) <div style="float: right; font-size: small;"> { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>	2	397,346
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))
2017	1,594,944	28,511,143	0 055941
2016	1,338,446	26,673,146	0 050180
2015	1,797,507	28,340,861	0 063425
2014	1,448,554	28,945,004	0 050045
2013	1,482,538	26,812,201	0 055293

2 Total of line 1, column (d)	2	0 274884
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	0 054977
4 Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	28,512,631
5 Multiply line 4 by line 3	5	1,567,539
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	12,973
7 Add lines 5 and 6	7	1,580,512
8 Enter qualifying distributions from Part XII, line 4	8	2,100,298

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 <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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	12,973
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	12,973
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	12,973
6	Credits/Payments		
a	2018 estimated tax payments and 2017 overpayment credited to 2018	6a	31,892
b	Exempt foreign organizations—tax withheld at source	6b	
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	31,892
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	18,919
11	Enter the amount of line 10 to be Credited to 2019 estimated tax <input type="checkbox"/> 18,919 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition). <i>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</i>	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 <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? <i>If "Yes," attach a detailed description of the activities</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	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? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
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? <i>If "No," attach explanation</i> .	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 2018 or the taxable year beginning in 2018? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	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 DKFOUNDATION ORG	13	Yes	
14	The books are in care of TONY LEWIS Telephone no (720) 932-1544			

Located at **730 17TH STREET SUITE 950 DENVER CO** ZIP+4 **80202**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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 ▶	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? <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		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 2018?	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 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 ▶ 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? <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).	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 2018?	4b		No

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

		Yes	No
5a	During the year did the foundation pay or incur any amount to		
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions.	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	
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? If "Yes," attach the statement required by Regulations section 53.4945–5(d)	<input type="checkbox"/> Yes	<input type="checkbox"/> No
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	6b	
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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 during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No

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	(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
KAYLIN DINES 730 17TH STREET 950 DENVER, CO 80202	SECRETARY 1 00	0	0	0
ANTHONY LEWIS 730 17TH STREET 950 DENVER, CO 80202	TREASURER 2 00	0	0	0
KIM KNOUS DOLAN 730 17TH STREET 950 DENVER, CO 80202	VICE PRESIDENT 1 00	0	0	0
CONNIE DINES 730 17TH STREET 950 DENVER, CO 80202	PRESIDENT 1 00	0	0	0
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	(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
ANTHONY LEWIS 730 17TH STREET 950 DENVER, CO 80202	EXEC DIRECTOR 50 00	180,000	36,337	195
AMY B ANDERSON 730 17TH STREET 950 DENVER, CO 80202	SENIOR DIRECTOR 40 00	165,000	31,173	295
ANTONIO P PARES 730 17TH STREET 950 DENVER, CO 80202	WORKER 40 00	105,000	18,959	295
MATTHEW D SAMELSON 730 17TH STREET 950 DENVER, CO 80202	WORKER 24 00	84,000	17,986	575
JESSICA A FULLER 730 17TH STREET 950 DENVER, CO 80202	WORKER 40 00	66,542	2,488	195
Total number of other employees paid over \$50,000.				4

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**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
UNIVERSITY OF WASHINGTON BOX 354966 SEATTLE, WA 98195	EVALUATING PERFORMANCE CONTRACTS	100,000
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 RESCHOOL COLORADO AN INITIATIVE WHERE LEARNING IS REIMAGINED AND STUDENTS GRADUATE ENERGIZED AND EQUIPPED TO THRIVE IN A RAPIDLY CHANGING WORLD IT INTENDS TO IMPROVE THE EXPERIENCE OF EDUCATION IN ORDER TO BETTER MATCH AND KEEP PACE WITH THE NEEDS AND EXCEPTIONS OF STUDENTS LIVING IN THE 21ST CENTURY	94,027
2 4DSWDK ENGAGES WITH COMMUNITIES ACROSS COLORADO OPERATING ON A FOUR-DAY SCHOOL WEEK WITH THE SUPPORT FROM THE LOUIS CALDER FOUNDATION, DK FUNDS RURAL COMMUNITIES TO USE A DESIGN THINKING PROCESS TO LEVERAGE THEIR 5TH DAY FOR STUDENT LEARNING, PROTOTYPING NEW SOLUTIONS THROUGHOUT THE SCHOOL YEAR	12,055
3 HOT LUNCH/CONSIDER THISCONSIDER THIS (FORMERLY HOT LUNCH) IS A DISCUSSION SERIES FEATURING SPEAKERS FROM COLORADO AND BEYOND SPEAKERS ARE ASKED TO ENGAGE COLORADANS (FAMILIES, STUDENTS, TEACHERS, POLICY AND BUSINESS LEADERS) IN CONVERSATIONS DESIGNED TO STIMULATE CREATIVE DIALOGUE AND CRITICAL REFLECTION ABOUT UNCONVENTIONAL TOPICS AND UNDER-EXPLORED IDEAS IN EDUCATION CONSIDER THIS INCLUDES SPEAKER PRESENTATIONS, ENGAGING CONVERSATIONS, AND INTERACTIVE OPPORTUNITIES TO SURFACE CURRENT CHALLENGES AND PROMISING PRACTICES IN EDUCATION	11,036
4 NEW SCHOOL DEVELOPMENT AS AN ORGANIZATION THAT IS DEDICATED TO STRENGTHENING THE EXPERIENCE OF LEARNING, DK IS EXPLORING A PROCESS OF COMMUNITY ENGAGEMENT THAT IS FOCUSED ON CO-CREATING A PROCESS FOR HOW AND WHEN STUDENTS LEARN EXAMPLES INCLUDE INNOVATIVE SCHOOL AND PROGRAM DESIGN, OUT OF SCHOOL LEARNING PILOTS, AND HUMAN CENTERED DESIGN THINKING TO CREATE ALTERNATIVE LEARNING EXPERIENCE TO A STUDENT' CURRENT SCHOOL SETTINGS	40,562

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	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 ►	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	28,728,437
b	Average of monthly cash balances.	1b	183,996
c	Fair market value of all other assets (see instructions).	1c	34,401
d	Total (add lines 1a, b, and c).	1d	28,946,834
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	28,946,834
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	434,203
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	28,512,631
6	Minimum investment return. Enter 5% of line 5.	6	1,425,632

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	1,425,632
2a	Tax on investment income for 2018 from Part VI, line 5.	2a	12,973
b	Income tax for 2018 (This does not include the tax from Part VI).	2b	3,182
c	Add lines 2a and 2b.	2c	16,155
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	1,409,477
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,409,477
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	1,409,477

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	2,100,298
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	2,100,298
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	12,973
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,087,325

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 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				1,409,477
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2018				
a From 2013.				
b From 2014.				
c From 2015.				453,577
d From 2016.				10,553
e From 2017.				187,903
f Total of lines 3a through e.	652,033			
4 Qualifying distributions for 2018 from Part XII, line 4 ▶ \$ 2,100,298				
a Applied to 2017, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2018 distributable amount.				1,409,477
e Remaining amount distributed out of corpus	690,821			
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:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,342,854			
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 instructions			0	
f Undistributed income for 2018 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2019				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	213,203			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	1,129,651			
10 Analysis of line 9				
a Excess from 2014.				
b Excess from 2015.				240,374
c Excess from 2016.				10,553
d Excess from 2017.				187,903
e Excess from 2018.				690,821

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2018, enter the date of the ruling. ▶					
b Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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) 2018	(b) 2017	(c) 2016	(d) 2015	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:	
a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))	
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 ▶ <input checked="" type="checkbox"/> 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. See instructions.	
a The name, address, and telephone number or email address of the person to whom applications should be addressed	
b The form in which applications should be submitted and information and materials they should include	
c Any submission deadlines	
d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors	

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

Recipient	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	
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2018)

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.		
	*****	2019-11-15	*****
	_____ Signature of officer or trustee	_____ Date	_____ Title

May the IRS discuss this return with the preparer shown below
 (see instr.)? ☒ **Yes** ☐ **No**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	DORI J EGGETT		2019-12-12		P00645252
	Firm's name ▶ PLANTE & MORAN PLLC				Firm's EIN ▶ 38-1357951
	Firm's address ▶ 8181 E TUFTS AVE SUITE 600 DENVER, CO 80237				Phone no (303) 740-9400

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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 INVESCO INTERNATIONAL GROWTH FUND CLASS Y	P	2017-08-01	2018-06-25
1 INVESCO INTERNATIONAL GROWTH FUND CLASS Y (LT)	P	2015-05-26	2018-06-25
INVESCO INTERNATIONAL GROWTH FUND CLASS Y (LT)	P	2017-06-01	2018-06-25
EATON VANCE ATLANTA CAPITAL SMID-CAP FUN D CLASS I	P	2013-11-26	2018-06-25
EATON VANCE ATLANTA CAPITAL SMID-CAP FUN D CLASS I	P	2013-11-26	2018-09-11
EATON VANCE ATLANTA CAPITAL SMID-CAP FUN D CLASS I	P	2013-12-11	2018-09-11
EATON VANCE ATLANTA CAPITAL SMID-CAP FUN D CLASS I	P	2013-12-11	2018-11-19
VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2013-12-11	2018-04-25
VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2013-12-11	2018-05-29
VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2013-12-11	2018-06-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
429,883		449,400	-19,517
2,483,505		2,513,349	-29,844
393,885		400,000	-6,115
168,580		114,891	53,689
60,896		38,427	22,469
119,884		74,564	45,320
70,180		48,756	21,424
119,880		81,106	38,774
87,680		58,091	29,589
100,132		65,571	34,561

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-19,517
			-29,844
			-6,115
			53,689
			22,469
			45,320
			21,424
			38,774
			29,589
			34,561

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
VANGUARD 500 INDEX FUND ADMIRAL SHARES		P	2014-02-19	2018-06-25
1	VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2014-02-19	2018-07-25
	VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2014-02-19	2018-10-22
	VANGUARD 500 INDEX FUND ADMIRAL SHARES	P	2014-02-19	2018-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
147,748		99,110	48,638
199,980		128,520	71,460
143,680		95,354	48,326
119,980		81,408	38,572

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			48,638
			71,460
			48,326
			38,572

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>				
GRAND CANYON TRUST 2601 N FORT VALLEY RD FLAGSTAFF, AZ 96001	NONE	PC	GENERAL MANAGEMENT	100
ILEARN COLLABORATIVE 3461 RINGSBY CT UNIT 315 DENVER, CO 80216	NONE	PC	RURAL DISTRICT SUPPORT	15,000
INSIDE THE ORCHESTRA 1550 DAYTON ST 6358 AURORA, CO 80045	NONE	PC	GENERAL MANAGEMENT	1,500
Total ► 3a				403,257

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>				
KIPP COLORADO 1390 LAWRENCE ST 200 DENVER, CO 80204	NONE	PC	COMMUNITY ORGANIZING	30,000
KUNC PUBLIC RADIO 1901 56TH AVE SUITE 200 GREELEY, CO 80634	NONE	PC	GENERAL MANAGEMENT	107
METRO CARING1100 E 18TH AVE DENVER, CO 80203	NONE	PC	GENERAL MANAGEMENT	250
Total ▶ 3a				403,257

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				
MILE HIGH MINISTRIES 913 WYANDOT ST DENVER, CO 80204	NONE	PC	GENERAL MANAGEMENT	100
MOONSHOT EDVENTURES 3461 RINGSBY COURT SUITE 315 DENVER, CO 80216	NONE	PC	TALK TO ACTION'S STRATEGIC PLANNING PROCESS	9,000
NEIGHBORHOOD MINISTRIES PO BOX 928 DENVER, CO 80201	NONE	PC	GENERAL MANAGEMENT	225
Total ▶ 3a				403,257

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>				
NEW LEGACY CHARTER SCHOOL 2091 DAYTON STREET AURORA, CO 80010	NONE	PC	TRANSPORTATION PILOT	7,000
ONE STONE1151 W MILLER ST BOISE, ID 83702	NONE	PC	GENERAL MANAGEMENT	100
HEBREW IMMIGRANT AID SOCIETY 1300 SPRING ST SUITE 500 SILVER SPRING, MD 20910	NONE	PC	GENERAL MANAGEMENT	100
Total ▶ 3a				403,257

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>				
PHILANTHROPY ROUNDTABLE 1120 20TH STREET NW SUITE 550 WASHINGTON DC, DC 20036	NONE	PC	GENERAL OPERATING	4,000
RESCHOOL730 17TH STREET SUITE 950 DENVER, CO 80202	NONE	PC	START-UP FUNDS	10,025
RESTORATION COMMUNITY CHURCH 2300 S MARION ST DENVER, CO 80210	NONE	PC	GENERAL MANAGEMENT	325
Total ▶ 3a				403,257

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>				
RISE COLORADO 1595 ELMIRA ST SUITE 201 AURORA, CO 80010	NONE	PC	SUPPORT BUILDING PURCHASE	25,000
ROCKY MOUNTAIN PEACE AND JUSTICE CENTER 3970 BROADWAY ST B5 BOULDER, CO 80304	NONE	PC	BLACK LIVES MATTER 5280 ED SQUAD	2,500
ROSE COMMUNITY FOUNDATION 600 SOUTH CHERRY STREET 1200 DENVER, CO 80246	NONE	PC	TO SUPPORT CLIMB HIGHER	30,000
Total ▶ 3a				403,257

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>				
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVE MONTGOMERY, AL 63104	NONE	PC	GENERAL MANAGEMENT	150
TEACH FOR AMERICA COLORADO 1391 SPEER BLVD SUITE 710 DENVER, CO 80204	NONE	PC	GENERAL MANAGEMENT	500
TEMPLE MICAH5209 MONTVIEW BLVD DENVER, CO 80207	NONE	PC	GENERAL MANAGEMENT	100
Total ▶ 3a				403,257

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 KEYSTONE SCIENCE SCHOOL INC 1053 SODA RIDGE ROAD KEYSTONE, CO 80435	NONE	PC	SCHOLARSHIP	3,750
THE WILDERNESS SOCIETY MEMBERSHIP SERVICES 1615 M STREET NW WASHINGTON, DC 20036	NONE	PC	GENERAL MANAGEMENT	100
RAICES1305 N FLORES ST SAN ANTONIO, TX 78212	NONE	PC	GENERAL MANAGEMENT	100
Total ▶ 3a				403,257

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>				
HADA NOU COLLECTIVE 1640 NORTH DOWNING STREET UNIT 102 DENVER, CO 80218	NONE	PC	EVERGREEN FUND	30,000
YOUNG ASPIRING AMERICANS FOR SOCIAL AND POLITICAL ACTIVISM PO BOX 202092 DENVER, CO 80220	NONE	PC	GENERAL MANAGEMENT	100
GHANA EDUCATIONAL COLLABORATIVE 1690 FILLMORE ST DENVER, CO 80206	NONE	PC	GENERAL MANAGEMENT	700
Total ▶ 3a				403,257

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>				
ARTHYVE -A COLLECTIVE OF ACTIVITIS ARTISTS ARCHIVISTS 1280 SHERMAN ST 209 DENVER, CO 80203	NONE	PC	GENERAL MANAGEMENT	100
ARTS LONGMONTPO BOX 208 LONGMONT, CO 80502	NONE	PC	GENERAL MANAGEMENT	100
BIG CITY MOUNTAINEERS 710 10TH STREET SUITE 120 GOLDEN, CO 80401	NONE	PC	STUDENT LEADERSHIP FELLOWSHIP	10,000
Total ► 3a				403,257

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>				
BOYS AND GIRLS CLUB OF SLV CENTER 225 SYLVESTER ST CENTER, CO 81125	NONE	PC	FIFTH-DAY INITIATIVE	10,000
CAMPO SCHOOL DISTRICTPO BOX 70 CAMPO, CO 81029	NONE	PC	5TH DAY PROGRAM	12,500
CASA DE PAZPO BOX 111351 AURORA, CO 80042	NONE	PC	GENERAL MANAGEMENT	425
Total ▶ 3a				403,257

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>				
CHALKBEAT1239 BROADWAY 703B NEW YORK, NY 10001	NONE	PC	GENERAL OPERATIONS	10,000
CHARTER FACILITIES SOLUTIONS 1390 LAWRENCE ST SUITE 200 DENVER, CO 80204	NONE	PC	GENERAL OPERATING	50,000
COLORADO ASSOCIATION OF FUNDERS 5855 WADSWORTH BYPASS UNIT A ARVADA, CO 80003	NONE	PC	RURAL FUNDER NETWORK	31,165
Total ▶ 3a				403,257


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 EDUCATION INITIATIVE 600 17TH ST SUITE 1400N DENVER, CO 80202	NONE	PC	CEI INNOVATION INCUBATOR	10,000
COLORADO NONPROFIT DEVELOPMENT CENTER 789 SHERMAN STREET SUITE 250 DENVER, CO 80203	NONE	PC	SECURE FUTURES COLORADO - PENSION WORK	30,000
COLORADO ORGANIZATION FOR LATINA OPPORTUNITY AND REPRODUCTIVE RIGHTS PO BOX 40991 DENVER, CO 80204	NONE	PC	GENERAL MANAGEMENT	150
Total ▶ 3a				403,257

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 OUTWARD BOUND SCHOOL 5161 SHERIDAN BOULEVARD DENVER, CO 80212	NONE	PC	GENERAL MANAGEMENT	200
COLORADO PUBLIC RADIO 7409 S ALTON CT CENTENNIAL, CO 80112	NONE	PC	GENERAL MANAGEMENT	228
COMPASS ACADEMY 912285 S FEDERAL BLVD DENVER, CO 80238	NONE	PC	SCHOLARSHIP	3,000
Total ▶ 3a				403,257

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>				
CULTIVANDO 7190 COLORADO BLVD STE 300 COMMERCE CITY, CO 80022	NONE	PC	GENERAL MANAGEMENT	257
DENVER ACTIVE 20-30 CHILDREN'S FOUNDATION 84 SPRUCE STREET 504 DENVER, CO 80230	NONE	PC	GENERAL MANAGEMENT	100
DENVER ART MUSEUM 100 W 14TH AVE PARKWAY DENVER, CO 80204	NONE	PC	GENERAL MANAGEMENT	100
Total ► 3a				403,257

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>				
DZI FOUNDATION PO BOX 632 RIDGEWAY, CO 81432	NONE	PC	GENERAL MANAGEMENT	500
EARLY MILESTONES COLORADO 1600 DOWNING STREET 750 DENVER, CO 80218	NONE	PC	SUPPORT FOR CONTRACTOR FOR CCAP PILOT	40,000
EAST GRAND SCHOOL DISTRICT PO BOX 125 GRANBY GRANBY, CO 80446	NONE	PC	FIFTH-DAY INITIATIVE	10,000
Total ▶ 3a				403,257

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>				
EAST OTERO SCHOOL DISTRICT 301 RATON AVE LA JUNTA, CO 81050	NONE	PC	5TH DAY PROGRAM	7,500
EVOLUTION YOUTH SERVICES PO BOX 200392 DENVER DENVER, CO 80220	NONE	PC	SCHOLARSHIP	2,500
VISIONS PERFORMING ARTS COMPANY 11651 E IOWA AVE AURORA, CO 80012	NONE	PC	SCHOLARSHIP	3,500
Total ► 3a				403,257

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>				
ANCESTRAL MAGUEY ORGANIZATION 2223 S GILPIN ST DENVER, CO 80210	NONE	PC	GENERAL MANAGEMENT	100
Total  3a				403,257

TY 2018 Accounting Fees Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	24,739	4,948		19,791

TY 2018 General Explanation Attachment**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704**General Explanation Attachment**

Identifier	Return Reference	Explanation	
1		990-PF PART XIII LINES 3A-3E	THE EXCESS DISTRIBUTION CARRY FORWARDS FOR TAX YEARS FY 13-FY 17, AS REPORTED ON LINES 10A-E OF PART XIII OF FY 18 FORM 990-PF, WERE CALCULATED INCORRECTLY THE CORRECTED EXCESS DISTRIBUTION CARRY FORWARD AMOUNTS HAVE BEEN REPORTED ON LINES 3A-E OF PART XIII ON THE FY 19 FORM 990-PF

TY 2018 Investments Corporate Stock Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704**Investments Corporation Stock Schedule**

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PERSHING	26,042,182	27,553,147

TY 2018 Investments - Other Schedule

Name: DONNELL-KAY FOUNDATION INC

EIN: 59-6169704

Investments Other Schedule 2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CRYOBIOPHYSICA STOCK	AT COST	100,000	100,000

TY 2018 Legal Fees Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	20,799	0		20,799

TY 2018 Other Expenses Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUTOMOBILE	6,568	0		6,568
SPECIAL PROJECTS	174,886	0		174,886
COMMUNICATIONS	1,910	0		1,910
COMPUTER EQUIPMENT	16,335	0		16,335
INSURANCE	126,488	0		126,488
REPAIRS & MAINTENANCE	17,774	0		17,774
MEMBERSHIP DUES	575	0		575
FURNITURE & FIXTURES	97	0		97
PARKING & BUS	20,797	0		20,797
POSTAGE	274	0		274

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TELEPHONE	15,498	0		15,498
OFFICE EXPENSES	18,058	0		18,058

TY 2018 Other Increases Schedule

Name: DONNELL-KAY FOUNDATION INC
EIN: 59-6169704

Description	Amount
NONDIVIDEND DISTRIBUTIONS	7,127

TY 2018 Other Liabilities Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL LIABILITIES	3,278	280

TY 2018 Other Professional Fees Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEE	82,509	82,509		0
CONSULTANT FEES	202,229	0		202,229

TY 2018 Taxes Schedule**Name:** DONNELL-KAY FOUNDATION INC**EIN:** 59-6169704

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERSONAL PROPERTY TAXES	150	0		150
PAYROLL TAXES	64,111	0		64,111
FOREIGN TAXES	16,279	16,279		0
FEDERAL TAXES	13,345	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) <small>Department of the Treasury Internal Revenue Service</small>	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF ▶ Go to <u>www.irs.gov/Form990</u> for the latest information	OMB No 1545-0047 2018
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Name of the organization DONNELL-KAY FOUNDATION INC	Employer identification number 59-6169704
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Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	<input type="checkbox"/> 501(c)() (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 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 *exclusively* 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 *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 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).

Name of organization DONNELL-KAY FOUNDATION INC	Employer identification number 59-6169704
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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	LOUIS CALDER 999 18TH STREET SUITE 2350S DENVER, CO 80202	\$ 20,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	FRIEDMAN FAMILY FOUNDATION 10 CHERRY HILLS DRIVE CHERRY HL VLG, CO 80113	\$ 10,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
3	SILICON VALLEY COMMUNITY FOUNDATION 2440 WEST EL CAMINO REAL STE 300 MOUNTAIN VIEW, CA 94040	\$ 350,000	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)

Employer identification number

59-6169704

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

Name of organization DONNELL-KAY FOUNDATION INC	Employer identification number 59-6169704
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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
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	<div></div> <div></div>	<div></div> <div></div>	<div></div> <div></div>
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4		Relationship of transferor to transferee
	<div></div> <div></div>	<div></div> <div></div>	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
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