






For calendar year 2019, or tax year beginning 07-01-2019, and ending 06-30-2020

Name of foundation FOX FAMILY FOUNDATION		A Employer identification number 20-5854615	
Number and street (or P.O. box number if mail is not delivered to street address) 3033 E 1ST AVE STE 505		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80206		B Telephone number (see instructions) (303) 468-0094	
G Check all that apply: <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here..... 2. Foreign organizations meeting the 85% test, check here and attach computation ...	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here .....	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 13,342,665		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here .....	
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch. B . . . . .				
	3 Interest on savings and temporary cash investments . . . . .	2,004	2,004		
	4 Dividends and interest from securities . . . . .	390,662	390,662		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 _____	6,348,840			
	b Gross sales price for all assets on line 6a _____				
	7 Capital gain net income (from Part IV, line 2) . . . . .		6,348,840		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less: Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 Total. Add lines 1 through 11 . . . . .	6,741,506	6,741,506		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .	2,000	2,000		
	b Accounting fees (attach schedule) . . . . .	16,691	16,691		
	c Other professional fees (attach schedule) . . . . .	69,419	11,780		57,639
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . . . .				
	19 Depreciation (attach schedule) and depletion . . . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	5,730	730		5,000
	24 Total operating and administrative expenses. Add lines 13 through 23 . . . . .	93,840	31,201		62,639
	25 Contributions, gifts, grants paid . . . . .	898,000			898,000
	26 Total expenses and disbursements. Add lines 24 and 25 _____	991,840	31,201		960,639
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements _____	5,749,666			
	b Net investment income (if negative, enter -0-) _____		6,710,305		
	c Adjusted net income (if negative, enter -0-) . . . . .				

<b>Part II Balance Sheets</b>		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
<b>Assets</b>	<b>1</b> Cash—non-interest-bearing . . . . .			
	<b>2</b> Savings and temporary cash investments . . . . .	58,529	409,023	409,023
	<b>3</b> Accounts receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	<b>4</b> Pledges receivable ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	<b>5</b> Grants receivable . . . . .			
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ _____ Less: allowance for doubtful accounts ▶ _____			
	<b>8</b> Inventories for sale or use . . . . .			
	<b>9</b> Prepaid expenses and deferred charges . . . . .			
	<b>10a</b> Investments—U.S. and state government obligations (attach schedule)			
	<b>b</b> Investments—corporate stock (attach schedule) . . . . .	2,809,346 	3,362,922	3,786,204
	<b>c</b> Investments—corporate bonds (attach schedule) . . . . .			
	<b>11</b> Investments—land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
	<b>12</b> Investments—mortgage loans . . . . .			
	<b>13</b> Investments—other (attach schedule) . . . . .	5,793,999 	8,972,396	9,147,438
	<b>14</b> Land, buildings, and equipment: basis ▶ _____ Less: accumulated depreciation (attach schedule) ▶ _____			
<b>15</b> Other assets (describe ▶ _____)	 22,401			
<b>16</b> <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I)	8,684,275	12,744,341	13,342,665	
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .			
	<b>18</b> Grants payable . . . . .			
	<b>19</b> Deferred revenue . . . . .			
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons			
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .			
	<b>22</b> Other liabilities (describe ▶ _____)		44,702	
	<b>23</b> <b>Total liabilities</b> (add lines 17 through 22) . . . . .		44,702	
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow FASB ASC 958, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24, 25, 29 and 30.</b>			
	<b>24</b> Net assets without donor restrictions . . . . .			
	<b>25</b> Net assets with donor restrictions . . . . .			
	<b>Foundations that do not follow FASB ASC 958, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 26 through 30.</b>			
	<b>26</b> Capital stock, trust principal, or current funds . . . . .			
	<b>27</b> Paid-in or capital surplus, or land, bldg., and equipment fund			
	<b>28</b> Retained earnings, accumulated income, endowment, or other funds	8,684,275	12,699,639	
	<b>29</b> <b>Total net assets or fund balances</b> (see instructions) . . . . .	8,684,275	12,699,639	
<b>30</b> <b>Total liabilities and net assets/fund balances</b> (see instructions) .	8,684,275	12,744,341		

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> Total net assets or fund balances at beginning of year—Part II, column (a), line 29 (must agree with end-of-year figure reported on prior year's return) . . . . .	<b>1</b>	8,684,275
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	5,749,666
<b>3</b> Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	14,433,941
<b>5</b> Decreases not included in line 2 (itemize) ▶ _____ 	<b>5</b>	1,734,302
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29 .	<b>6</b>	12,699,639

**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.)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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	
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

<b>2</b> Capital gain net income or (net capital loss) <span style="float: right;">{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }</span>	<b>2</b>	6,348,840
<b>3</b> 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	<b>3</b>	22,875

**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))
2018	947,188	16,369,722	0.057862
2017	832,635	16,892,021	0.049292
2016	918,719	17,554,868	0.052334
2015	1,142,298	18,209,208	0.062732
2014	1,113,559	23,103,951	0.048198

<b>2</b> Total of line 1, column (d)	<b>2</b>	0.270418
<b>3</b> 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	<b>3</b>	0.054084
<b>4</b> Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	<b>4</b>	14,276,477
<b>5</b> Multiply line 4 by line 3	<b>5</b>	772,129
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	67,103
<b>7</b> Add lines 5 and 6	<b>7</b>	839,232
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	960,639

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)**

<b>1a</b>	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>b</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 . . . . .	<b>1</b>	67,103
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	67,103
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	67,103
<b>6</b>	Credits/Payments:		
<b>a</b>	2019 estimated tax payments and 2018 overpayment credited to 2019	<b>6a</b>	22,401
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	78,000
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	100,401
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . . ▶	<b>9</b>	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . . ▶	<b>10</b>	33,298
<b>11</b>	Enter the amount of line 10 to be: <b>Credited to 2020 estimated tax</b> ▶ 33,298 <b>Refunded</b> ▶	<b>11</b>	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		No
<b>b</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>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation. ▶ \$ _____ <b>(2)</b> On foundation managers. ▶ \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
<b>2</b> 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>		No
<b>3</b> 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> . . . . .		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>		No
<b>6</b> 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? . . . . .	Yes	
<b>7</b> 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> . . . . .	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CO _____		
<b>b</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>	Yes	
<b>9</b> 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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. <i>If "Yes," complete Part XIV</i> . . . . .		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .		No

**Part VII-A Statements Regarding Activities** (continued)

<b>11</b>	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. . . . .	<b>11</b>		<b>No</b>
<b>12</b>	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 . . . . .	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>NONE</u>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of ► <u>GINA CLINE</u> Telephone no. ► <u>(303) 468-0094</u>			

Located at ► 3033 E 1ST AVE STE 505 DENVER CO ZIP+4 ► 80206

<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —check here . . . . .	<input type="checkbox"/>		
	and enter the amount of tax-exempt interest received or accrued during the year . . . . .	► <b>15</b>		
<b>16</b>	At any time during calendar year 2019, 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? . . . . .	<b>16</b>	<b>Yes</b>	<b>No</b>
	See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes", enter the name of the foreign country ►			

**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.**

		<b>Yes</b>	<b>No</b>
<b>1a</b>	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 type="checkbox"/> Yes <input checked="" 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? ( <b>Exception.</b> 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>b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> 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 . . . . .	<b>1b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. . . . . ► <input type="checkbox"/>		
<b>c</b>	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 2019? . . . . .	<b>1c</b>	
<b>2</b>	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)):		
<b>a</b>	At the end of tax year 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____		
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions.) . . . . .	<b>2b</b>	
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
<b>3a</b>	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>b</b>	If "Yes," did it have excess business holdings in 2019 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 2019.) . . . . .	<b>3b</b>	
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>No</b>
<b>b</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 2019?	<b>4b</b>	<b>No</b>

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

<b>5a</b>	During the year did the foundation pay or incur any amount to:		<b>Yes</b>	<b>No</b>
(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>b</b>	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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 . . . . .		<b>5b</b>	
	Organizations relying on a current notice regarding disaster assistance check here. . . . . 	<input type="checkbox"/>		
<b>c</b>	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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
<b>6a</b>	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>6b</b>	<b>No</b>
<b>b</b>	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			
	If "Yes" to 6b, file Form 8870.			
<b>7a</b>	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>7b</b>	
<b>b</b>	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			
<b>8</b>	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**

<b>1 List all officers, directors, trustees, foundation managers and their compensation. See instructions</b>				
(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 Additional Data Table				
<b>2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."</b>				
(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
NONE				
<b>Total number of other employees paid over \$50,000.</b> . . . . . 				

**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
NONE		
Total number of others receiving over \$50,000 for professional services. . . . . ▶		

**Part IX-A Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b> N/A	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
Total. Add lines 1 through 3 . . . . . ▶	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	14,252,688
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	241,197
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	14,493,885
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	14,493,885
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	217,408
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	14,276,477
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	713,824

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	713,824
<b>2a</b>	Tax on investment income for 2019 from Part VI, line 5. . . . .	<b>2a</b>	67,103
<b>b</b>	Income tax for 2019. (This does not include the tax from Part VI.). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	67,103
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1. . . . .	<b>3</b>	646,721
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	646,721
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1. . . . .	<b>7</b>	646,721

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26. . . . .	<b>1a</b>	960,639
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes. . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	960,639
<b>5</b>	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. . . . .	<b>5</b>	67,103
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	893,536

**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 2018	(c) 2018	(d) 2019
<b>1</b> Distributable amount for 2019 from Part XI, line 7				646,721
<b>2</b> Undistributed income, if any, as of the end of 2019:				
<b>a</b> Enter amount for 2018 only. . . . .			548,237	
<b>b</b> Total for prior years: 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2019:				
<b>a</b> From 2014. . . . .				
<b>b</b> From 2015. . . . .				
<b>c</b> From 2016. . . . .				
<b>d</b> From 2017. . . . .				
<b>e</b> From 2018. . . . .				
<b>f</b> <b>Total</b> of lines 3a through e. . . . .				
<b>4</b> Qualifying distributions for 2019 from Part XII, line 4: ► \$ <u>960,639</u>				
<b>a</b> Applied to 2018, but not more than line 2a			548,237	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2019 distributable amount. . . . .				412,402
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2019. (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6 Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b. . . . .				
<b>c</b> 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. . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions. . . . .				
<b>e</b> Undistributed income for 2018. Subtract line 4a from line 2a. Taxable amount—see instructions. . . . .				
<b>f</b> Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020. . . . .				234,319
<b>7</b> 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). . . . .				
<b>8</b> Excess distributions carryover from 2014 not applied on line 5 or line 7 (see instructions). . . . .				
<b>9 Excess distributions carryover to 2020.</b> Subtract lines 7 and 8 from line 6a. . . . .				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2015. . . . .				
<b>b</b> Excess from 2016. . . . .				
<b>c</b> Excess from 2017. . . . .				
<b>d</b> Excess from 2018. . . . .				
<b>e</b> Excess from 2019. . . . .				

## Part XIV

**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2019, enter the date of the ruling. . . . .

**b** Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(i)(3) or ☐ 4942(j)(5)

		Prior 3 years				(e) Total
		(a) 2019	(b) 2018	(c) 2017	(d) 2016	
<b>2a</b>	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					
<b>b</b>	85% of line 2a . . . . .					
<b>c</b>	Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
<b>d</b>	Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
<b>e</b>	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
<b>3</b>	Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b>	"Assets" alternative test—enter:					
	(1) Value of all assets . . . . .					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
<b>b</b>	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
<b>c</b>	"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).)

See Additional Data Table

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

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. 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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	898,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>3b</b>	

Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>Enter gross amounts unless otherwise indicated.</b>				
<b>1</b> Program service revenue:				
a _____				
b _____				
c _____				
d _____				
e _____				
f _____				
<b>g</b> Fees and contracts from government agencies				
<b>2</b> Membership dues and assessments. . . .				
<b>3</b> Interest on savings and temporary cash investments . . . . .				
				2,004
<b>4</b> Dividends and interest from securities. . . .				
				390,662
<b>5</b> Net rental income or (loss) from real estate:				
a Debt-financed property. . . . .				
b Not debt-financed property. . . . .				
<b>6</b> Net rental income or (loss) from personal property				
<b>7</b> Other investment income. . . . .				
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .				
				6,348,840
<b>9</b> Net income or (loss) from special events:				
<b>10</b> Gross profit or (loss) from sales of inventory				
<b>11</b> Other revenue:				
a MPLX LP LOSS - PTP	900099	-409,620	1	
b MPLX LP SEC 1231 LOSS - PTP	900099	-608	1	
c MPLX ORD INCOME	900099	410,228		
d _____				
e _____				
<b>12</b> Subtotal. Add columns (b), (d), and (e). .				
				6,741,506

[illegible]

## Part XVII

- |   |           |           |
|---|-----------|-----------|
| <b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .  | <b>1c</b> | <b>No</b> |
| <b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</b> should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column <b>(d)</b> the value of the goods, other assets, or services received. |           |           |

[illegible]

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

- | b If "Yes," complete the following schedule. |                          |                                 |
|--|--------------------------|---------------------------------|
| (a) Name of organization                     | (b) Type of organization | (c) Description of relationship |
|  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |
|  |                          |                                 |

<p><b>Sign Here</b></p> <p>*****</p> <hr style="border: 0.5px solid black;"/> <p>Signature of officer or trustee</p>	<p>2020-11-01</p> <hr style="border: 0.5px solid black;"/> <p>Date</p>	<p>*****</p> <hr style="border: 0.5px solid black;"/> <p>Title</p>
--	--	--

May the IRS discuss this return with the preparer shown below

(see instr.) ☒ **Yes** ☐ **No**

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="checked" type="checkbox"/>	PTIN
	DAVID L MARFITANO		2020-11-01		P01203578
	Firm's name ▶ DAVID L MARFITANO CPA				Firm's EIN ▶ 84-1040995
	Firm's address ▶ 9609 S UNIVERSITY BLVD 631040 LITTLETON, CO 80163				Phone no. (303) 290-9460

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.)
LONG TERM CAPITAL GAIN DISTR	P	2019-06-29	2020-06-30
1700 MPLX LP LP	D	2006-12-07	2019-09-16
437 MPLX LP LP	D	2006-12-07	2019-11-04
100 MPLX LP LP	D	2006-12-07	2019-12-17
2000 SH MPLX LP LP	D	2006-12-07	2020-01-21
MPLX LP LTCL FROM SCH K-1	D	2008-02-27	2019-12-31
200 MPLX LP LP	D	2006-12-07	2019-09-25
455 MPLX LP LP	D	2006-12-07	2019-11-04
40 MPLX LP LP	D	2006-12-07	2019-12-17
2800 SH MPLX LP LP	D	2006-12-07	2020-01-28

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)
2,956			2,956
49,772		1,315	48,457
11,558		338	11,220
2,554		77	2,477
51,659		1,547	50,112
		2	-2
5,948		155	5,793
12,030		352	11,678
1,022		31	991
67,479		2,165	65,314

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			2,956
			48,457
			11,220
			2,477
			50,112
			-2
			5,793
			11,678
			991
			65,314

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.)
MPLX LP STCG FROM SCH K-1	D	2019-12-31	2019-12-31
300 MPLX LP LP	D	2006-12-07	2019-09-25
300 MPLX LP LP	D	2006-12-07	2019-11-04
48 MPLX LP LP	D	2006-12-07	2019-12-17
300 SH MPLX LP LP	D	2006-12-07	2020-01-28
MPLX ATB	D	2008-02-27	2019-12-31
420 MPLX LP LP	D	2006-12-07	2019-09-25
100 MPLX LP LP	D	2006-12-07	2019-11-04
2100 MPLX LP LP	D	2006-12-07	2019-12-17
18 SH MPLX LP LP	D	2006-12-07	2020-02-03

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)
22,875			22,875
8,921		232	8,689
7,929		232	7,697
1,226		37	1,189
7,227		232	6,995
3,729,786			3,729,786
12,486		325	12,161
2,643		77	2,566
53,633		1,624	52,009
421		14	407

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	
			22,875
			8,689
			7,697
			1,189
			6,995
			3,729,786
			12,161
			2,566
			52,009
			407

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.)
0.4 ALPS ALERIAN MLP	P	2019-12-18	2020-05-19
120 MPLX LP LP	D	2006-12-07	2019-09-25
516 MPLX LP LP	D	2006-12-07	2019-11-04
1246 MPLX LP LP	D	2006-12-07	2019-12-24
2782 SH MPLX LP LP	D	2006-12-07	2020-02-03
1680 APPLE INC	P	2012-12-19	2020-01-09
1460 MPLX LP LP	D	2006-12-07	2019-09-25
3100 MPLX LP LP	D	2006-12-07	2019-11-11
854 MPLX LP LP	D	2006-12-07	2019-12-24
3100 SH MPLX LP LP	D	2006-12-07	2020-02-19

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)
10		17	-7
3,566		93	3,473
13,638		399	13,239
32,084		964	31,120
65,098		2,152	62,946
518,878		126,963	391,915
43,373		1,129	42,244
75,332		2,397	72,935
21,987		661	21,326
73,406		2,398	71,008

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	
			-7
			3,473
			13,239
			31,120
			62,946
			391,915
			42,244
			72,935
			21,326
			71,008



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.)
555 APPLE INC	P	2012-12-19	2020-06-25
70 MPLX LP LP	D	2006-12-07	2019-10-02
1600 MPLX LP LP	D	2006-12-07	2019-11-18
1000 MPLX LP LP	D	2006-12-07	2019-12-24
245 SH MPLX LP LP	D	2006-12-07	2020-02-24
1787 MPLX LP LP	D	2006-12-07	2019-08-16
730 MPLX LP LP	D	2006-12-07	2019-10-02
1500 MPLX LP LP	D	2006-12-07	2019-11-18
3100 MPLX LP LP	D	2006-12-07	2019-12-30
255 SH MPLX LP LP	D	2006-12-07	2020-02-24

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)
200,737		41,943	158,794
1,952		54	1,898
37,263		1,237	36,026
25,740		773	24,967
5,511		190	5,321
48,423		1,382	47,041
20,351		565	19,786
34,919		1,160	33,759
79,203		2,398	76,805
5,735		197	5,538

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	
			158,794
			1,898
			36,026
			24,967
			5,321
			47,041
			19,786
			33,759
			76,805
			5,538

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.)
713 MPLX LP LP	D	2006-12-07	2019-08-16
1700 MPLX LP LP	D	2006-12-07	2019-10-02
75 MPLX LP LP	D	2006-12-07	2019-11-26
3100 MPLX LP LP	D	2006-12-07	2020-01-09
2600 SH MPLX LP LP	D	2006-12-07	2020-02-24
2500 MPLX LP LP	D	2006-12-07	2019-08-21
2500 MPLX LP LP	D	2006-12-07	2019-10-07
3025 MPLX LP LP	D	2006-12-07	2019-11-26
1138 SH MPLX LP LP	D	2006-12-07	2020-01-13
3100 SH MPLX LP LP	D	2006-12-07	2020-03-02

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)
19,313		551	18,762
47,392		1,315	46,077
1,781		58	1,723
83,853		2,397	81,456
58,447		2,011	56,436
69,869		1,934	67,935
68,599		1,934	66,665
71,843		2,339	69,504
30,560		880	29,680
61,906		2,397	59,509

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			(I) 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	
			18,762
			46,077
			1,723
			81,456
			56,436
			67,935
			66,665
			69,504
			29,680
			59,509

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.)
2500 MPLX LP LP	D	2006-12-07	2019-08-27
300 MPLX LP LP	D	2006-12-07	2019-10-14
1000 MPLX LP LP	D	2012-12-18	2019-12-02
1962 SH MPLX LP LP	D	2006-12-07	2020-01-13
3100 UTS WALGREENS BOOTS ALLI	P	2012-12-19	2020-04-03
2500 MPLX LP LP	D	2006-12-07	2019-09-03
2200 MPLX LP LP	D	2006-12-07	2019-10-14
2100 MPLX LP LP	D	2006-12-07	2019-12-02
100 SH MPLX LP LP	D	2006-12-07	2020-01-21
3700 UTS WALGREENS BOOTS ALLI	P	2012-12-19	2020-04-03

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)
68,119		1,934	66,185
8,056		232	7,824
23,140		773	22,367
52,679		1,517	51,162
126,941		116,188	10,753
68,819		1,934	66,885
59,069		1,701	57,368
48,572		1,624	46,948
2,583		77	2,506
151,511		138,679	12,832

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	
			66,185
			7,824
			22,367
			51,162
			10,753
			66,885
			57,368
			46,948
			2,506
			12,832

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.)
2500 MPLX LP LP	D	2006-12-07	2019-09-11
2500 MPLX LP LP	D	2006-12-07	2019-10-22
100 MPLX LP LP	D	2006-12-07	2019-12-11
450 SH MPLX LP LP	D	2006-12-07	2020-01-21
1676 UTS WELLS FARGO & CO 6% PFD CAL	P	2019-05-17	2020-03-16
560 MPLX LP LP	D	2006-12-07	2019-09-16
1429 MPLX LP LP	D	2006-12-07	2019-10-28
3000 MPLX LP LP	D	2006-12-07	2019-12-11
450 SH MPLX LP LP	D	2006-12-07	2020-01-21
240 MPLX LP LP	D	2006-12-07	2019-09-16

**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)
71,944		1,933	70,011
67,749		1,933	65,816
2,526		77	2,449
11,623		348	11,275
41,900		42,994	-1,094
16,395		433	15,962
37,796		1,105	36,691
75,749		2,320	73,429
11,625		348	11,277
7,024		186	6,838

**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	
			70,011
			65,816
			2,449
			11,275
			-1,094
			15,962
			36,691
			73,429
			11,277
			6,838

**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, <b>(a)</b> 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	<b>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
1071 MPLX LP LP	D	2006-12-07	2019-10-28
812 MPLX LP LP	D	2006-12-07	2019-12-17
100 SH MPLX LP LP	D	2006-12-07	2020-01-21

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
28,317		828	27,489
20,738		628	20,110
2,583		77	2,506

**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			<b>(l)</b> Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col.(h))
<b>(i)</b> F.M.V. as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col. (i) over col. (j), if any	
			27,489
			20,110
			2,506

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

(a) Name and address	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
JOHN M FOX  2116 E 4TH AVE DENVER, CO 80206	PRESIDENT 000.00	0	0	0
MARCELLA F FOX  2800 E 2ND AVE 301 DENVER, CO 80206				
JOHN M FOX JR  1239 1ST ST NEW ORLEANS, LA 70130	VICE PRES 000.00	0	0	0
KELLEY P FOX  110 FRANKLIN ST DENVER, CO 80218				
ANNE FOX MOUNSEY  2155 E HAWTHORNE PL DENVER, CO 80206	DIRECTOR 000.00	0	0	0
RICK SIMMS  20 DUTCH CREEK DR LITTLETON, CO 80123				

**Form 990PF Part XV Line 1a - 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).**

JOHN M FOX
MARCELLA F FOX
JOHN M FOX JR
ANNE E FOX MOUNSEY
KELLEY P FOX

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)				
<b>a</b> <i>Paid during the year</i>				
BAYAUD ENTERPRISES INC 333 W BAYAUD AVE DENVER, CO 80223	NONE	501(C)3 ORG	EMPLOYMENT SERVICES - DISABLED	27,000
BIG BROTHERS BIG SISTERS 750 W HAMPDEN STE 450 ENGLEWOOD, CO 80110	NONE	501(C)3 ORG	YOUTH SERVICES	20,000
BREAKTHROUGH KENT DENVER 4000 E QUINCY AVE ENGLEWOOD, CO 80113	NONE	501(C)3 ORG	YOUTH SERVICES	30,000
<b>Total . . . . . ▶ 3a</b>				898,000



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)				
<b>a</b> <i>Paid during the year</i>				
CENTER FOR WORK EDUC & EMPL 1175 OSAGE ST SUITE 300 DENVER, CO 80204	NONE	501(C)3 ORG	JOB SERVICES - LOW INCOME	20,000
COLORADO YOUTH FOR A CHANGE 2490 W 26TH AVE SUITE 110 DENVER, CO 80211	NONE	501(C)3 ORG	YOUTH SERVICES	20,000
COVENANT HOUSE611 N RAMPART ST NEW ORLEANS, LA 70115	NONE	501(C)3 ORG	YOUTH SERVICES	75,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
DENVER CHILDREN'S HOME 1501 ALBION ST DENVER, CO 80220	NONE	501(C)3 ORG	YOUTH SERVICES	25,000
DENVER KIDS INC1617 S ACOMA ST DENVER, CO 80223	NONE	501(C)3 ORG	YOUTH SERVICES	75,000
FAMILY RESOURCE CENTER ASSOC 1888 SHERMAN ST SUITE 100 DENVER, CO 80203	NONE	501(C)3 ORG	FAMILY SERVICES	21,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> Paid during the year				
FLORENCE CRITTENTON SCHOOL 96 S ZUNI ST DENVER, CO 80223	NONE	501(C)3 ORG	YOUTH SERVICES	25,000
GIRLS INC OF METRO DENVER 1499 JULIAN ST DENVER, CO 80204	NONE	501(C)3 ORG	YOUTH SERVICES	25,000
GOLD CROWN FOUNDATION 1743 WAZEE SUITE 300 DENVER, CO 80202	NONE	501(C)3 ORG	YOUTH SERVICES	45,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
GROW DAT YOUTH FARM1 PALM DR NEW ORLEANS, LA 70124	NONE	501(C)3 ORG	YOUTH SERVICES	30,000
INVEST IN KIDS 1775 SHERMAN ST SUITE 144 DENVER, CO 80203	NONE	501(C)3 ORG	YOUTH SERVICES	35,000
KINGSLEY HOUSE1600 CONSTANCE ST NEW ORLEANS, LA 70130	NONE	501(C)3 ORG	CHILDREN & FAMILY SERVICES	25,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
KIPP COLORADO SCHOOLS 1390 LAWRENCE ST SUITE 20 DENVER, CO 80204	NONE	501(C)3 ORG	YOUTH SERVICES	35,000
LIBERTY'S KITCHENPO BOX 19293 NEW ORLEANS, LA 70179	NONE	501(C)3 ORG	YOUTH SERVICES	30,000
LOUISIANA CENTER FOR CHILDREN'S RIG 1100-B MILTON ST NEW ORLEANS, LA 70122	NONE	501(C)3 ORG	YOUTH SERVICES	20,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
RECONCILE NEW ORLEANS 1631 ORETHA CASTLE HALEY NEW ORLEANS, LA 70113	NONE	501(C)3 ORG	YOUTH SERVICES	25,000
ROCKY MOUNTAIN PREP CHARTER SCHOOL PO BOX 201030 DENVER, CO 80220	NONE	501(C)3 ORG	YOUTH SERVICES	35,000
SAFEHOUSE DENVER1649 DOWNING ST DENVER, CO 80218	NONE	501(C)3 ORG	FAMILY SERVICES	25,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
STRIVE PREP-LAKE MIDDLE SCHOOL 2480 W 26TH AVE SUITE 360 DENVER, CO 80211	NONE	501(C)3 ORG	YOUTH SERVICES	25,000
TEACH FOR AMERICA COLORADO 1391 SPEER BLVD SUITE 710 DENVER, CO 80204	NONE	501(C)3 ORG	YOUTH SERVICES	30,000
URBAN PEAK2100 STOUT ST DENVER, CO 80205	NONE	501(C)3 ORG	YOUTH SERVICES	35,000
<b>Total . . . . . ▶ 3a</b>				898,000

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)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY PREPARATORY SCHOOL 3230 E 38TH AVE DENVER, CO 80205	NONE	501(C)3 ORG	YOUTH SERVICES	35,000
WARREN VILLAGE1323 GILPIN ST DENVER, CO 80218	NONE	501(C)3 ORG	FAMILY SERVICES	25,000
WE DON'T WASTE5971 BROADWAY DENVER, CO 80216	NONE	501(C)3 ORG	FAMILY SERVICES	30,000
<b>Total . . . . . ▶ 3a</b>				898,000



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)				
<b>a</b> <i>Paid during the year</i>				
WORK OPTIONS FOR WOMEN 1200 FEDERAL BLVD DENVER, CO 80204	NONE	501(C)3 ORG	WOMEN'S SERVICES	25,000
WOMEN'S BEAN PROJECT 3201 CURTIS ST DENVER, CO 80205	NONE	501(C)3 ORG	WOMEN'S SERVICES	25,000
<b>Total . . . . . ▶ 3a</b>				898,000

**TY 2019 Accounting Fees Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INDIRECT ACCOUNTING FEES	16,691	16,691		

**TY 2019 Investments Corporate Stock Schedule**

**Name:** FOX FAMILY FOUNDATION  
**EIN:** 20-5854615

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
259 SH ABBVIE INC	24,966	25,429
1125 SH APPLE INC	85,020	410,400
15203 SH BANCO LATINO AMERICANO	360,073	174,835
3793 SH BANK OF AMERICA 6% PFD	99,912	103,359
10000 SH BANK OF AMERICA CORP	160,696	237,500
2400 SH CHINA MOBILE LTD	100,146	80,736
6598 SH CISCO SYSTEMS INC	212,964	307,731
5950 SH GENERAL MILLS INC	263,318	366,818
1833 SH GILEAD SCIENCES INC	135,222	141,031
2152 IBM CORP	322,202	259,897
5423 SH JPMORGAN CHASE 6.1% PFD	141,348	137,798
2581 SH LYONDELLBASELL INDS	256,720	169,623
6432 SH NORTONLIFELOCK INC	150,055	127,547
2000 SH PUBLIC STORAGE 4.625% PFD	50,000	50,840
4400 SH PUBLIC STORAGE 5.05% PFD	109,705	113,036
1177 SH PUBLIC STORAGE 5.4% PFD	29,995	30,049
4291 SH SYNCHRONY FI 5.625% PFD	92,746	91,699
5747 SH SYNCHRONY FINL	195,025	127,354
3633 SH TARGET CORP	208,510	435,706
4279 SH VERIZON COMMUNICATN	207,414	235,901
6800 SH WALGREEN BOOTS ALLI		
6106 SH WELLS FARGO & 5.2% PFD	149,856	151,917
274 SH WELLS FARGO & 6% PFD	7,029	6,998

**TY 2019 Investments - Other Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615**Investments Other Schedule 2**

<b>Category/ Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
16735 SH ALERIAN MLP ETF	AT COST	649,985	413,020
52412 SH INVESCO PREFERRED ETF	AT COST	773,406	740,057
7800 SH ISHARES US PREFERRED	AT COST	302,997	270,192
34499 SH JPMORGAN ULTRA SHORT	AT COST	1,734,306	1,750,134
2170 SH SPDR GOLD SHARES ETF	AT COST	279,454	363,193
51243.907 SH DODGE & COX INCOME FUND	AT COST	701,075	744,574
150700 UTS MPLX LP	AT COST	2,310,475	2,604,096
1383 SH THE ALLSTATE COR 5.1% PFD	AT COST	34,995	35,225
12008.843 SH VANGUARD GNMA FUND	AT COST	127,075	129,696
191704.866 SH VANGUARD S/T INVT GRD	AT COST	2,058,628	2,097,251

**TY 2019 Legal Fees Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
INDIRECT LEGAL FEES	2,000	2,000		

## TY 2019 Other Assets Schedule

**Name:** FOX FAMILY FOUNDATION

**EIN:** 20-5854615

### Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PREPAID FEDERAL EXCISE TAX	22,401		

**TY 2019 Other Decreases Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615

Description	Amount
EXCISE TAX FYE 6/30/20	67,103
BOOK/TAX DIFFERENCE ASSET SALES	1,667,199

**TY 2019 Other Expenses Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MGT FEE - COLO FORUM LLC	5,000			5,000
SUPPLIES	730	730		



**TY 2019 Other Liabilities Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX DUE		44,702

**TY 2019 Other Professional Fees Schedule****Name:** FOX FAMILY FOUNDATION**EIN:** 20-5854615

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
ADMINISTRATIVE FEES	69,419	11,780		57,639