

Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No. 1545-0047

2023

Open to Public Inspection

For calendar year 2023 or tax year beginning , and ending

Name of foundation NEXTFIFTY INITIATIVE		A Employer identification number 26-2700185
Number and street (or P.O. box number if mail is not delivered to street address) 2000 S COLORADO BLVD, TOWER 1	Room/suite 5500	B Telephone number 303-547-1800
City or town, state or province, country, and ZIP or foreign postal code DENVER, CO 80222-7900		C If exemption application is pending, check here ... <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
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 ... <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 244,297,749.	J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d), must be on cash basis.)	
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ... <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	13,870.	13,870.		STATEMENT 1
	4 Dividends and interest from securities	4,692,080.	4,692,080.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	4,798,328.			
	b Gross sales price for all assets on line 6a 35,124,382.				
	7 Capital gain net income (from Part IV, line 2)		4,798,328.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold ...					
c Gross profit or (loss)					
11 Other income	70,597.	0.		STATEMENT 3	
12 Total. Add lines 1 through 11	9,574,875.	9,504,278.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	155,742.	15,575.		764,319.
	14 Other employee salaries and wages	1,284,638.	0.		699,611.
	15 Pension plans, employee benefits	316,237.	0.		308,769.
	16a Legal fees STMT 4	51,943.	0.		50,744.
	b Accounting fees STMT 5	50,350.	0.		50,350.
	c Other professional fees STMT 6	1,409,403.	854,071.		601,946.
	17 Interest	61.	0.		61.
	18 Taxes STMT 7	130,077.	0.		77.
	19 Depreciation and depletion	22,710.	0.		
	20 Occupancy	208,576.	0.		178,260.
	21 Travel, conferences, and meetings	71,761.	0.		120,319.
	22 Printing and publications	418.	0.		1,881.
	23 Other expenses STMT 8	231,753.	2,314.		139,949.
	24 Total operating and administrative expenses. Add lines 13 through 23	3,933,669.	871,960.		2,916,286.
	25 Contributions, gifts, grants paid	8,271,129.			7,169,871.
26 Total expenses and disbursements. Add lines 24 and 25	12,204,798.	871,960.		10,086,157.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements ...	-2,629,923.				
b Net investment income (if negative, enter -0-)		8,632,318.			
c Adjusted net income (if negative, enter -0-)			N/A		

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only.		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	87,919.	400,911.	400,911.
	2 Savings and temporary cash investments	4,596,720.	2,285,995.	2,285,995.
	3 Accounts receivable 250.			
	Less: allowance for doubtful accounts		250.	250.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	65,928.	40,579.	40,579.
	10a Investments - U.S. and state government obligations STMT 9	14,635,512.	15,240,391.	15,240,391.
	b Investments - corporate stock STMT 10	122,407,200.	133,815,964.	133,815,964.
	c Investments - corporate bonds STMT 11	45,719,788.	50,365,446.	50,365,446.
Liabilities	11 Investments - land, buildings, and equipment: basis			
	Less: accumulated depreciation			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	32,443,966.	41,148,676.	41,148,676.
	14 Land, buildings, and equipment: basis 237,047.			
	Less: accumulated depreciation STMT 13	61,965.	146,685.	175,082.
	15 Other assets (describe STATEMENT 14)	999,464.	824,455.	824,455.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	221,103,182.	244,297,749.	244,297,749.
	17 Accounts payable and accrued expenses	53,752.	51,969.	
	18 Grants payable	15,390.	878,410.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe STATEMENT 15)	1,105,220.	912,963.	
	23 Total liabilities (add lines 17 through 22)	1,174,362.	1,843,342.	
	Foundations that follow FASB ASC 958, check here <input checked="" type="checkbox"/> and complete lines 24, 25, 29, and 30.			
	24 Net assets without donor restrictions	219,928,820.	242,454,407.	
	25 Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here <input type="checkbox"/> and complete lines 26 through 30.			
	26 Capital stock, trust principal, or current funds			
	27 Paid-in or capital surplus, or land, bldg., and equipment fund			
	28 Retained earnings, accumulated income, endowment, or other funds			
	29 Total net assets or fund balances	219,928,820.	242,454,407.	
	30 Total liabilities and net assets/fund balances	221,103,182.	244,297,749.	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	219,928,820.
2 Enter amount from Part I, line 27a	2	-2,629,923.
3 Other increases not included in line 2 (itemize) UNREALIZED GAIN	3	25,155,510.
4 Add lines 1, 2, and 3	4	242,454,407.
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 29	6	242,454,407.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (for example, real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SALE OF PUBLICLY TRADED STOCK			P		
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 35,124,382.		30,326,054.	4,798,328.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69.			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			4,798,328.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	4,798,328.	
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	N/A	

Part V Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 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)		1	119,989.
b All other domestic foundations enter 1.39% (0.0139) of line 27b. Exempt foreign organizations, enter 4% (0.04) 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	119,989.
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	119,989.
6 Credits/Payments:			
a 2023 estimated tax payments and 2022 overpayment credited to 2023	6a	118,263.	
b Exempt foreign organizations - tax withheld at source	6b	0.	
c Tax paid with application for extension of time to file (Form 8868)	6c	45,000.	
d Backup withholding erroneously withheld	6d	0.	
7 Total credits and payments. Add lines 6a through 6d	7	163,263.	
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	43,274.	
11 Enter the amount of line 10 to be: Credited to 2024 estimated tax 43,274. Refunded	11	0.	

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Part VI-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes? See the instructions for the definition If the answer is "Yes" to 1a or 1b , attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ <u>0.</u> (2) On foundation managers. \$ <u>0.</u>		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ <u>0.</u>		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by <i>General Instruction T</i> .		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XIV	X	
8a Enter the states to which the foundation reports or with which it is registered. See instructions. <u>CO</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2023 or the tax year beginning in 2023? See the instructions for Part XIII. If "Yes," complete Part XIII		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>WWW.NEXT50INITIATIVE.ORG</u>	X	
14 The books are in care of <u>TRACY LANGWORTHY</u> Telephone no. <u>303-547-1800</u> Located at <u>2000 S COLORADO BLVD, TOWER 1, SUITE 5500, DENVER,</u> ZIP+4 <u>80222</u>		
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 <u>N/A</u>		
16 At any time during calendar year 2023, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country		X

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Part VI-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):

(1) Engage in the sale or exchange, or leasing of property with a disqualified person?

1a(1) Yes No X

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?

1a(2) Yes No X

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?

1a(3) Yes No X

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?

1a(4) X Yes No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?

1a(5) Yes No X

(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.)

1a(6) Yes No X

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

1b Yes No X

c Organizations relying on a current notice regarding disaster assistance, check here ☐**d** 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 2023?

1d Yes No X

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):**a** At the end of tax year 2023, did the foundation have any undistributed income (Part XII, lines 6d and 6e) for tax year(s) beginning before 2023?

2a Yes No X

If "Yes," list the years _____, _____, _____, _____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)

N/A

2b Yes No

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. _____, _____, _____, _____**3a** Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?

3a Yes No X

b If "Yes," did it have excess business holdings in 2023 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 Form 4720, Schedule C, to determine if the foundation had excess business holdings in 2023.)

N/A

3b Yes No

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?

4a Yes No X

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2023?

4b Yes No X

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Part VI-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year, did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?
- (3) Provide a grant to an individual for travel, study, or other similar purposes?
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

	Yes	No
5a(1)		X
5a(2)		X
5a(3)		X
5a(4)	X	
5a(5)		X
5b	X	
5d	X	
6a		X
6b		X
7a		X
7b		
8		X

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**c** Organizations relying on a current notice regarding disaster assistance, check here ☐**d** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **SEE STATEMENT 17**

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

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

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A****8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?**Part VII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, and foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		146,892.	8,850.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SU CHAE - 2000 S COLORADO BLVD, TOWER 1, STE 5500, DENVER, CO 80222	DIRECTOR OF FINANCE AND ACCOUNTING 40.00	176,454.	47,168.	0.
BRIA WARD - 2000 S COLORADO BLVD, TOWER 1, STE 5500, DENVER, CO 80222	DIRECTOR OF PEOPLE & CULTURE 40.00	169,020.	20,375.	0.
CHANDRA MATTHEWS JERGENSON - 2000 S COLORADO BLVD, TOWER 1, STE 5500, DENVER, CO 80222	DIRECTOR OF PROGRAMS 40.00	149,155.	22,649.	0.
TIFFANY M WELCH - 2000 S COLORADO BLVD, TOWER 1, STE 5500, DENVER, CO 80222	DIRECTOR, STRATEGIC OPERATIONS 40.00	117,393.	11,820.	0.
JILLIAN KELLY - 2000 S COLORADO BLVD, TOWER 1, STE 5500, DENVER, CO 80222	DIRECTOR, IMPACT 40.00	112,258.	8,771.	0.
Total number of other employees paid over \$50,000				6

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Part VII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
GOLDMAN SACHS ADVISORS 200 WEST ST, NEW YORK, NY 10282	INVESTMENT ADVISORY	854,071.
TALOMA PARTNERS 1490 LAFAYETTE ST, STE 203, DENVER, CO 80218	CONSULTING SERVICES	330,000.
LINCOLN ASB AT THE COLORADO CENTER - 2000 SOUTH COLORADO BLVD, STE 460, DENVER, CO	REAL ESTATE MANAGEMENT	183,099.
KITTLEMAN & ASSOCIATES 200 S WACKER DR, STE 3100, CHICAGO, IL 60606	EXECUTIVE RECRUITING	103,137.
PROSONO 1120 LINCOLN ST, STE 704, DENVER, CO 80203	CONSULTING SERVICES	58,000.
Total number of others receiving over \$50,000 for professional services		1

Part VIII-A Summary of Direct Charitable Activities

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

Part VIII-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part IX 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	226,436,189.
b	Average of monthly cash balances	1b	3,493,183.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	229,929,372.
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	229,929,372.
4	Cash deemed held for charitable activities. Enter 1.5% (0.015) of line 3 (for greater amount, see instructions)	4	3,448,941.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3	5	226,480,431.
6	Minimum investment return. Enter 5% (0.05) of line 5	6	11,324,022.

Part X 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 IX, line 6	1	11,324,022.
2a	Tax on investment income for 2023 from Part V, line 5	2a	119,989.
b	Income tax for 2023. (This does not include the tax from Part V.)	2b	
c	Add lines 2a and 2b	2c	119,989.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	11,204,033.
4	Recoveries of amounts treated as qualifying distributions	4	70,597.
5	Add lines 3 and 4	5	11,274,630.
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 XII, line 1	7	11,274,630.

Part XI 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	10,086,157.
b	Program-related investments - total from Part VIII-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	51,107.
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 XII, line 4	4	10,137,264.

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Part XII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2022	(c) 2022	(d) 2023
1 Distributable amount for 2023 from Part X, line 7				11,274,630.
2 Undistributed income, if any, as of the end of 2023:				
a Enter amount for 2022 only			6,916,158.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2023:				
a From 2018				
b From 2019				
c From 2020				
d From 2021				
e From 2022				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2023 from Part XI, line 4: \$ 10,137,264.				
a Applied to 2022, but not more than line 2a ...			6,916,158.	
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 2023 distributable amount				3,221,106.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2023 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2022. Subtract line 4a from line 2a. Taxable amount - see instr. ...			0.	
f Undistributed income for 2023. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2024				8,053,524.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2018 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2024. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2019 ...				
b Excess from 2020 ...				
c Excess from 2021 ...				
d Excess from 2022 ...				
e Excess from 2023 ...				

Part XIII Private Operating Foundations (see instructions and Part VI-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2023, enter the date of the ruling

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2023	(b) 2022	(c) 2021	(d) 2020
b 85% (0.85) of line 2a				
c Qualifying distributions from Part XI, 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 IX, 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 XIV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
a Paid during the year				
ABOLITIONIST LAW CENTER PO BOX 8654 PITTSBURGH, PA 15221-0654	N/A	PC	GENERAL SUPPORT	75,000.
ALZHEIMER'S LOS ANGELES 4221 WILSHIRE BLVD, STE 400 LOS ANGELES, CA 90010-3512	N/A	PC	GENERAL SUPPORT	55,023.
BELL POLICY CENTER 303 E 17TH AVE, STE 400 DENVER, CO 80203	N/A	PC	STRENGTHENING CAREGIVING AND CAREGIVERS FOR OLDER COLORADANS	194,827.
BLUE SAGE CENTER FOR THE ARTS PO BOX 700 PAONIA, CO 81428-0700	N/A	PC	REACHING OLDER ADULTS THROUGH THE ARTS	50,000.
BOULDER COUNTY AIDS PROJECT 2118 14TH ST BOULDER, CO 80302-4804	N/A	PC	SERVICES FOR OLDER ADULTS WHO ARE LIVING WITH HIV AND AT RISK OF ACQUIRING HIV/HCV	50,000.
Total	SEE CONTINUATION SHEET(S)			3a 7,169,871.
b Approved for future payment				
NONE				
Total				3b 0.

Part XV-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	13,870.		
4 Dividends and interest from securities			14	4,692,080.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	4,798,328.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a GRANT RETURN						70,597.
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		9,504,278.		70,597.
13 Total. Add line 12, columns (b), (d), and (e)					13	9,574,875.

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

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

[illegible]


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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c)(3) (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

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

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below? See instr. <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	Signature of officer or trustee		Date		Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date		Check <input type="checkbox"/> if self-employed	PTIN
	KIMBERLY A RYAN							P00829977
	Firm's name RUBINBROWN LLP						Firm's EIN	43-0765316
	Firm's address 1900 16TH STREET, SUITE 1700 DENVER, CO 80202						Phone no.	303-698-1883

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOULDER COUNTY ARTS ALLIANCE 3482 BROADWAY BOULDER, CO 80304	N/A	PC	DANCE IS LIKE A FINE WINE	7,500.
BOULDER FOOD RESCUE PO BOX 284 BOULDER, CO 80306-0284	N/A	PC	NO COST GROCERY PROGRAMS IN OLDER ADULT COMMUNITIES	27,000.
BROTHERS REDEVELOPMENT 2250 EATON ST, STE B EDGEWATER, CO 80214-0000	N/A	PC	AGING IN PLACE SPANISH PROGRAM	65,000.
CATHOLIC CHARITIES OF THE ARCHDIOCESE OF NORTHERN COLORADO 6240 SMITH ROAD DENVER, CO 80216-4632	N/A	PC	CATHOLIC CHARITIES OLDER ADULT SERVICES NORTHERN COLORADO	50,000.
CENTER FOR AFRICAN AMERICAN HEALTH 3350 HUDSON ST DENVER, CO 80207	N/A	PC	GENERAL SUPPORT	100,000.
CENTER FOR INDEPENDENCE 740 GUNNISON AVE GRAND JUNCTION, CO 81501	N/A	PC	CFI TRANSPORTS	130,000.
CENTER FOR PEOPLE WITH DISABILITIES 1675 RANGE ST BOULDER, CO 80301-2722	N/A	PC	INDEPEDENT LIVING FOR OLDER ADULTS WITH DISABILITIES	69,000.
CHARITABLE PHARMACY OF CENTRAL OHIO 200 EAST LIVINGSTON AVE COLUMBUS, OH 43215	N/A	PC	MEDICATION, FOOD AND RESOURCES ACCESS FOR UNDERSERVED, LOW-INCOME OLDER ADULTS IN CRISIS	150,000.
CHRISTIAN LIVING COMMUNITIES - DAYSRING VILLA 3777 W 26TH AVE DENVER, CO 80211	N/A	PC	DAYSRING VILLA CALL ALERT SYSTEM & LIFE ENRICHMENT CARTS REQUEST	50,000.
CITY OF GUNNISON CITY OF GUNNISON FINANCE DEPARTMENT, PO BOX 239 GUNNISON, CO 81230	N/A	GOV	GRAD STUDENT ASSISTANCESHIP	15,390.
Total from continuation sheets				6,745,021.

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CIUDAD NUEVA COMMUNITY OUTREACH 810 N CAMPBELL EL PASO, TX 79902	N/A	PC	GENERAL SUPPORT	30,000.
COAL CREEK MEALS ON WHEELS 455 N BURLINGTON AVE LAFAYETTE, CO 80026-2514	N/A	PC	CCMOW MEAL DELIVERY PROGRAM	25,000.
COLORADO CONSUMER HEALTH INITIATIVE 303 E 17TH AVE, STE 400 DENVER, CO 80203-1289	N/A	PC	MEDICAL BILL ASSISTANCE FOR OLDER ADULTS	125,000.
COLORADO FUND FOR PEOPLE WITH DISABILITIES 1355 S COLORADO BLVD, NO 920 DENVER, CO 80222	N/A	PC	CFPD PROVIDES REPRESENTATIVE PAYEE SERVICES TO OLDER ADULTS AND PEOPLE WITH DISABILITIES	50,000.
COLORADO LATINO LEADERSHIP, ADVOCACY & RESEARCH ORGANIZATION PO BOX 40450 DENVER, CO 80204	N/A	PC	CONDUCTING INNOVATIVE COMMUNITY-BASED PARTICIPATORY RESEARCH AMONG OLDER LATINO COLORADAN ADULTS	245,000.
COMING HOME CONNECTION 418 CERRILLOS RD, STE 27 SANTA FE, NM 87501-2664	N/A	PC	"COMING HOME CARE" SUPPORT FOR LOW-INCOME OLDER ADULTS BEING DISCHARGED FROM CHRISTUS HOSPITAL	60,000.
COMMUNITY FOUNDATION SERVING SOUTHWEST COLORADO PO BOX 1673 DURANGO, CO 81302	N/A	PC	THRIVING IN PLACE IN THE PINE RIVER VALLEY	32,201.
CONECTORAS DE MONTBELLO 2250 S ONEIDA ST, STE 102 DENVER, CO 80224	N/A	PC	GENERAL SUPPORT	50,000.
CREATIVE AGING NETWORK-NC 2400 SUMMIT AVE GREENSBORO, NC 27405-1605	N/A	PC	ARTS FOR WELLNESS: A HOLISTIC APPROACH TO HEALTHY AGING	75,000.
DEMENTIA TOGETHER 1540 MAIN ST STE 218, PO BOX 231 WINDSOR, CO 80550	N/A	PC	DEMENTIA TOGETHER: EDUCATION, ENRICHMENT, HOPE	25,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
DENTAL AID 877 EAST SOUTH BOULDER RD LOUISVILLE, CO 80027-1345	N/A	PC	DENTAL AID'S OLDER ADULT PATIENT POPULATION: INCREASING PRACTICE CAPACITY FOR EARLY INTERVENTION AND	50,000.
DENVER ASSET BUILDING COALITION 2475 W 26TH AVE DENVER, CO 80211-5501	N/A	PC	FREE TAX PREPARATION SERVICES FOR LOW INCOME OLDER ADULTS	20,000.
DENVER INNER CITY PARISH 1212 MARIPOSA ST DENVER, CO 80204-3621	N/A	PC	DICP PARISH SENIORS PROGRAM: IMPROVING THE LIVES OF DENVERS OLDER ADULT RESIDENTS	50,000.
DESERVING DENTAL 2205 W 136TH AVE BROOMFIELD, CO 80023	N/A	PC	GENERAL SUPPORT	55,000.
DODGE COUNTY HOSPITAL AUTHORITY PO BOX 4309 EASTMAN, GA 31023	N/A	GOV	GEORGIA BLACK BELT CARE MANAGEMENT SERVICES	249,880.
DOWNTOWN WOMEN'S CENTER 442 S SAN PEDRO ST LOS ANGELES, CA 90013-2132	N/A	PC	GENERAL SUPPORT	100,000.
EL TIMPANO PO BOX 420442 SAN FRANCISCO, CA 94142	N/A	PC	GENERAL SUPPORT	100,000.
FAX AURORA P O BOX 31034 AURORA, CO 80041	N/A	PC	GRANDMOTHERS AS FFN CHILD CARE PROVIDERS	30,000.
FLORENCE SENIOR COMMUNITY CENTER PO BOX 300 FLORENCE, CO 81226-0300	N/A	PC	REPAIR FAILING SEWER CONNECTION	18,000.
FOUNTAIN VALLEY SENIOR CENTER 5745 SOUTHMOOR DR FOUNTAIN, CO 80817-2520	N/A	PC	VEHICLE REPAIR	22,896.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
GEENA DAVIS INSTITUTE ON GENDER IN MEDIA 4712 ADMIRALTY WAY MARINA DEL REY, CA 90049	N/A	PC	REFRAMING AGE: REDEFINING THE NARRATIVE OF OLDER ADULTS IN MEDIA	30,000.
GOLDEN AGE CENTER 728 MAIN ST CANON CITY, CO 81212-3739	N/A	PC	NEW VAN	27,480.
GRAND COUNTY RURAL HEALTH NETWORK PO BOX 95 HOT SULPHUR SPRINGS, CO 80451-0095	N/A	PC	OPERATING SUPPORT FOR HEALTH EQUITY SERVICES FOR UNDERSERVED, OLDER ADULTS IN GRAND AND JACKSON COUNTIES	50,000.
GRANDMOTHER COLLECTIVE 6 LIBERTY SQUARE BOSTON, MA 19119	N/A	PC	GENERAL SUPPORT	19,550.
GUNNISON COUNTY HEALTH AND HUMAN SERVICES 220 NORTH PINE ST GUNNISON, CO 81230	N/A	GOV	AGING RESOURCE SPECIALIST	22,000.
HARLEY'S HOPE FOUNDATION 13455 HIGHLINE DR COLORADO SPRINGS, CO 80908-8146	N/A	PC	OLDER PET PARENT SERVICES	20,000.
HELPPAGE 1730 M ST, NW STE 1000 WASHINGTON, DC 20036	N/A	PC	GENERAL SUPPORT	100,000.
HIGH VALLEY COMMUNITY CENTER 595 GRAND AVE DEL NORTE, CO 81132-2202	N/A	PC	EMERGENCY REFRIGERATION NEEDS	58,806.
HISPANIC AFFAIRS PROJECT PO BOX 2024 MONTROSE, CO 81401-4980	N/A	PC	OUTREACH, EDUCATION, AND SERVICES FOR OLDER LATINO-HISPANIC IMMIGRANTS	50,000.
HISTORICAL SOCIETY OF OAK CREEK & PHIPPSBURG PO BOX 1 OAK CREEK, CO 80467-0001	N/A	PC	NEW ROOF	30,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HIV CARE LINK PO BOX 36223 DENVER, CO 80227-3476	N/A	PC	CARE PROGRAM	30,000.
HOMAGE SENIOR SERVICES 5026 196TH ST SW LYNNWOOD, WA 98036	N/A	PC	GENERAL SUPPORT	30,000.
HOMECARE AND HOSPICE OF THE VALLEY 823 GRAND AVE, STE 300 GLENWOOD SPRINGS, CO 81601-3403	N/A	PC	UNFUNDED HOSPICE CARE	28,000.
HOMEWARDBOUND OF THE GRAND VALLEY 562 29 RD GRAND JUNCTION, CO 81504	N/A	PC	SUPPORTS FOR OLDER HOMELESS ADULTS	70,000.
HORSES MAKE MIRACLES 12271 MINERAL RD LONGMONT, CO 80504-8403	N/A	PC	EQUINE ASSISTED ACTIVITIES AND THERAPIES	10,000.
HOSPICE OF MONTEZUMA PO BOX 740 CORTEZ, CO 81321-0740	N/A	PC	BEREAVEMENT CARE OPERATIONS	15,000.
HOUSING RESOURCES OF WESTERN COLORADO 524 30 RD, STE 3 GRAND JUNCTION, CO 81504	N/A	PC	INTERGENERATIONAL VILLAGE	100,000.
INDEPENDENCE CENTER 4245 FOREST PARK AVE ST. LOUIS, MO 63108-2810	N/A	PC	GENERAL SUPPORT	30,000.
INTERCULTURAL SENIOR CENTER 5545 CENTER ST OMAHA, NE 68106-3001	N/A	PC	GENERAL SUPPORT	100,000.
ITNAMERICA 90 BRIDGE ST, STE 210 WESTBROOK, ME 04092-2948	N/A	PC	TECHNOLOGY INFRASTRUCTURE FOR AMERICA'S VOLUNTEER DRIVER CENTER PORTAL	250,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
JACKSON COUNTY COUNCIL ON AGING PO BOX 861 WALDEN, CO 80480-0861	N/A	PC	CONNECTOR	30,000.
JANNUS, INC. 1607 W JEFFERSON ST BOISE, ID 83702	N/A	PC	COMMUNITY MODEL FOR GROWING MEMORY CAFE PROGRAM NETWORK	60,000.
JEWISH FAMILY SERVICE SEATTLE 1601 16TH AVE SEATTLE, WA 98122	N/A	PC	GENERAL SUPPORT	100,000.
JUSTICE AND MERCY LEGAL AID CENTER 913 NORTH WYANDOT ST DENVER, CO 80204-3801	N/A	PC	THE OLDER ADULT LEGAL PROGRAM	100,000.
LA ALIANZA HISPANA INC 1000 MASSACHUSETTS AVE, STE 101 BOSTON, MA 02118	N/A	PC	GENERAL SUPPORT	100,000.
LA VETA VILLAGE PO BOX 143 LA VETA, CO 81055	N/A	PC	GENERAL OPERATING REQUEST	30,000.
LARADON 5100 LINCOLN ST DENVER, CO 80216-2056	N/A	PC	ENHANCING LARADON'S PROGRAM FOR OLDER ADULTS	38,300.
LIFEART DANCE 18052 E 104TH PL, UNIT D COMMERCE CITY, CO 80022	N/A	PC	"CULTURAL EXPERIENCES FOR OLDER ADULTS" EXPANSION	13,100.
LONGMONT MEALS ON WHEELS 910 LONGS PEAK AVE LONGMONT, CO 80501-4457	N/A	PC	GENERAL OPERATING	44,000.
LOVING BEYOND UNDERSTANDING 1000 N 9TH ST GRAND JUNCTION, CO 81501	N/A	PC	GENERAL SUPPORT	30,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
LTSC COMMUNITY DEVELOPMENT CORPORATION 231 E THIRD ST LOS ANGELES, CA 90013	N/A	PC	GENERAL SUPPORT	75,000.
MA KA HANA KA 'IKE PO BOX 968 HANA, HI 96713	N/A	PC	GENERAL SUPPORT	30,000.
MEALS ON WHEELS OF LOVELAND AND BERTHOUD 437 N GARFIELD AVE LOVELAND, CO 80537-5535	N/A	PC	MEAL DELIVERY	40,000.
MIND&MELODY 11301 S DIXIE HWY MIAMI, FL 33256	N/A	PC	GENERAL SUPPORT	12,200.
MISSION: ST. LOUIS 3108 N GRAND BLVD ST. LOUIS, MO 63107	N/A	PC	GENERAL SUPPORT	100,000.
MONTESSORI INTERGENERATIONAL LEARNING COMMUNITIES 2600 KEARNEY ST DENVER, CO 80207-3429	N/A	PC	ECSC ADVANCING INNOVATION IN AGING BY INTEGRATING OLDER ADULTS IN TO THE EARLY CHILDHOOD FIELD	50,000.
MONTROSE COUNTY SENIOR TRANSPORTATION PO BOX 1416 MONTROSE, CO 81402-1416	N/A	PC	PRE-SCHEDULED RIDES (DIAL-A-RIDE) FOR ADULTS AGE 50+ IN RURAL COLORADO	40,000.
MOUNT CARMEL HEALTH WELLNESS AND COMMUNITY CENTER 911 ROBINSON TRINIDAD, CO 81082	N/A	PC	GENERAL SUPPORT	25,000.
MOUNT EVANS HOME HEALTH CARE & HOSPICE 3081 BERGEN PEAK DR EVERGREEN, CO 80439-2200	N/A	PC	OLDER ADULT SERVICES: IMPROVING QUALITY OF LIFE	50,000.
MOUNTAIN FAMILY CENTER PO BOX 638 GRANBY, CO 80446	N/A	PC	GRAND SENIOR TRANSPORTATION & WELLNESS SERVICES	15,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
NATIONAL INDIAN COUNCIL ON AGING ONE EXECUTIVE CENTER, 8500 MENAAL BLVD NE ALBUQUERQUE, NM 87112	N/A	PC	GENERAL SUPPORT	78,758.
NORTH 40 MOUNTAIN ALLIANCE PO BOX 123 71 FIREHOUSE LANE RED FEATHER LAKES, CO 80545-0123	N/A	PC	OLDER ADULTS THRIVING IN THE MOUNTAINS	25,000.
NORTH FORK SENIOR CONNECTIONS PO BOX 1738 PAONIA, CO 81428-5074	N/A	PC	BUILDING COMMUNITY FOR OLDER ADULTS IN CRAWFORD AND HOTCHKISS	23,000.
NORTH FORK VALLEY CREATIVE COALITION 224 GRAND AVE PAONIA, CO 81428	N/A	PC	ARTFUL AGING	15,000.
NORTHWEST COLORADO CENTER FOR INDEPENDENCE 1855 SHIELD DR, UNIT 300 STEAMBOAT SPRINGS, CO 80487	N/A	PC	INDEPENDENT LIVING SKILLS AND NURSING HOME TRANSITION FOR OLDER ADULTS WITH DISABILITIES IN	50,000.
OKLAHOMA STATE UNIVERSITY 138 HUMAN SCIENCES STILLWATER, OK 74078-6112	N/A	GOV	IMPROVING WELLNESS ACROSS THE LIFESPAN WITH THE ACTIVE AGING FOR L.I.F.E. HEALTH EDUCATION PROGRAM	81,865.
ON LOK DAY SERVICES 1333 BUSH ST SAN FRANCISCO, CA 94109	N/A	PC	GENERAL SUPPORT	50,000.
ONE IN LONG BEACH 2017 E 4TH ST LONG BEACH, CA 90814	N/A	PC	GENERAL SUPPORT	50,000.
OUT BOULDER COUNTY PO BOX 1018 BOULDER, CO 80306	N/A	PC	GENERAL SUPPORT	7,130.
OUTSTANDINGLIFE 22 MORaine ST JAMAICA PLAIN, MA 02130	N/A	PC	OUTSTANDINGLIFE: A VIRTUAL COMMUNITY OF LGBTQ+ OLDER ADULTS	85,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PARA TI MUJER 150 SHERIDAN BLVD, #200 DENVER, CO 80226	N/A	PC	GENERAL SUPPORT	30,000.
PARK COUNTY SENIOR COALITION PO BOX 309 FAIRPLAY, CO 80440-0309	N/A	PC	PARK COUNTY SENIOR COALITION PROGRAM SUPPORT	25,000.
PARKINSON ASSOCIATION OF THE ROCKIES 1325 S COLORADO BLVD, STE 204B DENVER, CO 80222-3311	N/A	PC	RURAL WELLNESS PROGRAM	30,000.
PATHFINDERS PO BOX 11799 ASPEN, CO 81612-9450	N/A	PC	GRIEF, LOSS & ILLNESS SUPPORT	25,000.
PROJECT ANGEL HEART 4950 WASHINGTON ST DENVER, CO 80216-2026	N/A	PC	HOME-DELIVERED, MEDICALLY TAILORED MEALS FOR SEVERELY ILL OLDER ADULT COLORADANS.	40,000.
PROJECT WORTHMORE 1666 ELMIRA ST AURORA, CO 80010-2122	N/A	PC	COMPREHENSIVE SUPPORT FOR OLDER REFUGEES AND IMMIGRANTS	100,000.
PUEBLO COOPERATIVE CARE CENTER 326 WEST 8TH ST PUEBLO, CO 81003-3005	N/A	PC	NUTRITION ON WHEELS (NOW) PROGRAM	50,000.
REBUILDING TOGETHER SOUTHERN NEVADA 611 SOUTH NINTH ST LAS VEGAS, NV 89101	N/A	PC	GENERAL SUPPORT	25,000.
SALIDA SENIOR CENTER 305 F ST SALIDA, CO 81201-2601	N/A	PC	GENERAL SUPPORT	9,320.
SECOND CHANCE CENTER 224 POTOMAC ST AURORA, CO 80011-8740	N/A	PC	THE 50+ SECOND CHANCE CENTER PROGRAM	125,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SENIOR SERVICES SOLUTIONS PLUS 321 N COTTONWOOD AVE CANON CITY, CO 81212-2508	N/A	PC	NEW WATER HEATER	700.
SISTER CARMEN COMMUNITY CENTER 655 ASPEN RIDGE DR LAFAYETTE, CO 80026-9341	N/A	PC	BRINGING DIGITAL DIVIDES PROGRAM	50,000.
SOUND AFFECTS MUSIC 222 LINDEN ST, APT 203 FORT COLLINS, CO 80524-2449	N/A	PC	GENERAL OPERATING SUPPORT	30,000.
SOUND GENERATIONS 2208 SECOND AVE SEATTLE, WA 98121	N/A	PC	GENERAL SUPPORT	75,000.
SOUTHERN COLORADO COMMUNITY ACTION AGENCY 535 CANDELARIA DRIVE IGNACIO, CO 81137-0000	N/A	PC	TRANSPORTATION AND MEAL DELIVERIES FOR OLDER AMERICANS IN RURAL IGNACIO, CO	40,000.
SOUTHWEST IMPROVEMENT COUNCIL 5045 W 1ST AVE DENVER, CO 80219-1005	N/A	PC	SUSTAINING AND EXPANDING COMMUNITY SERVICES FOR OLDER ADULTS	100,000.
SOUTHWESTERN COLORADO AREA HEALTH EDUCATION CENTER 701 CAMINO DEL RIO DURANGO, CO 81301	N/A	PC	GENERAL SUPPORT	72,574.
SPRING INSTITUTE FOR INTERCULTURAL LEARNING 1373 GRANT ST DENVER, CO 80203-2307	N/A	PC	ENGLISH AND CITIZENSHIP INTEGRATION FOR OLDER ADULTS	90,000.
SPRINGS RESCUE MISSION 5 WEST LAS VEGAS ST COLORADO SPGS, CO 80903-4217	N/A	PC	TRANSITIONAL HOUSING AND HOMELESS RECOVERY SERVICES FOR OLDER ADULTS EXPERIENCING HOMELESSNESS	100,000.
SW IMPROVEMENT COUNCIL 5045 W 1ST AVE DENVER, CO 80219-1005	N/A	PC	GENERAL SUPPORT	30,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TANEY COUNTY HEALTH DEPARTMENT 320 RINEHART RD BRANSON, MO 65616	N/A	GOV	GENERAL SUPPORT	52,020.
TEPEYAC COMMUNITY HEALTH CENTER 4725 HIGH ST DENVER, CO 80216-2220	N/A	PC	GENERAL SUPPORT	100,000.
THE COUNSELING AND EDUCATION CENTER 2708 PATTERSON RD GRAND JUNCTION, CO 81506	N/A	PC	AFFORDABLE COUNSELING FOR ADULTS 50+	10,000.
THE GAY, LESBIAN, BISEXUAL, & TRANSGENDER COMMUNITY CENTER OF COLORADO 1301 E COLFAX AVE DENVER, CO 80218-2212	N/A	PC	WEST OF 50: SUPPORTING OLDER LGBTQ+ ADULTS	40,000.
THE JOSEPH CENTER 2511 BELFORD AVE STE B GRAND JUNCTION, CO 81501	N/A	PC	FLEXIBLE SUPPORT 2023	30,000.
THE MEMORY CARE ALLIANCE 1541 S ST FRANCIS DR SANTA FE, NM 87505	N/A	PC	LIVE WELL WITH DEMENTIA: REGENERATIVE COMMUNITY BUILDING	30,000.
THE PIC PLACE 87 MERCHANT DR MONTROSE, CO 81401-3015	N/A	PC	GENERAL SUPPORT	35,000.
THE SAVINGS COLLABORATIVE 959 CEDAR CREEK CARBONDALE, CO 81623-3111	N/A	PC	GENERAL SUPPORT	26,000.
THINK360 ARTS AND LEARNING 3327 BRIGHTON BOULEVARD DENVER, CO 80216-5020	N/A	PC	THINK 360 ARTS FOR LEARNING CREATIVE AGING: ENHANCING RURAL OLDER ADULT COMMUNITIES THROUGH	50,000.
TIGRAY-ETHIOPIAN COMMUNITY ASSOCIATION IN COLORADO 11182 E MISSISSIPPI AVE AURORA, CO 80012	N/A	PC	GENERAL SUPPORT	30,000.
Total from continuation sheets				

Part XIV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
TOWN OF BRISTOL IMPROVEMENTS BOARD 101 SOUTH LABELLE AVE BRISTOL, CO 81047-9739	N/A	PC	BRISTOL SENIOR-COMMUNITY CENTER PROJECT-INNOVATIVE SUSTAINABLE AND	75,000.
UNIVERSITY OF COLORADO DENVER GRANTS AND CONTRACTS, MAIL STOP F428 AURORA, CO 80045	N/A	GOV	RESEARCH ROADSHOWS ENGAGE OLDER ADULTS IN RESEARCH TO ADVANCE HEALTH EQUITY	110,448.
VALLEY MEALS AND MORE 595 RIVER BEND WAY GLENWOOD SPRINGS, CO 81601-8671	N/A	PC	HOME DELIVERED MEALS FOR OLDER ADULTS IN EASTERN GARFIELD COUNTY	25,000.
VISITING ANCILLARY SERVICE 550 E THORNTON PKWY, 240-B THORNTON, CO 80229-2172	N/A	PC	IMPROVING THE LIVES OF OLDER ADULTS IN COLORADO THROUGH QUALITY ANCILLARY SERVICES	90,000.
VISITING NURSE SERVICES IN WESTCHESTER 1311 MAMARONECK AVE WHITE PLAINS, NY 10605-5225	N/A	PC	HOME CARE MOBILE ROBOT INITIATIVE	60,000.
VIVE WELLNESS 1620 EAST 36TH AVE DENVER, CO 80205	N/A	PC	ADULTOS MAYORES EN ACCION	100,000.
WESLEY-RANKIN COMMUNITY CENTER 3100 CROSSMAN AVE DALLAS, TX 75212	N/A	PC	GENERAL SUPPORT	50,000.
WEST CUSTER COUNTY LIBRARY DISTRICT PO BOX 689 WESTCLIFFE, CO 81252	N/A	GOV	METERNALLY REMINISCENCE KITS	1,000.
WESTSIDE CARES 2808 W COLORADO AVE COLORADO SPRINGS, CO 80904-2444	N/A	PC	HOUSING NAVIGATION SUPPORT FOR OLDER ADULTS	30,000.
WHOLESOME WAVE 777 CLEVELAND AVE ATLANTA, GA 30315	N/A	PC	EXPANDING FRESH, HEALTHY, LOCAL FOOD ACCESS TO OLDER ADULT COMMUNITIES IN GEORGIA	93,162.
Total from continuation sheets				

3 Grants and Contributions Paid During the Year (Continuation)

323631
04-01-23

Part XIV Supplementary Information

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

NAME OF RECIPIENT - DENTAL AID

DENTAL AID'S OLDER ADULT PATIENT POPULATION: INCREASING PRACTICE

CAPACITY FOR EARLY INTERVENTION AND PREVENTION

NAME OF RECIPIENT - NORTHWEST COLORADO CENTER FOR INDEPENDENCE

INDEPENDENT LIVING SKILLS AND NURSING HOME TRANSITION FOR OLDER ADULTS

WITH DISABILITIES IN NORTHWESTERN COLORADO

NAME OF RECIPIENT - THINK360 ARTS AND LEARNING

THINK 360 ARTS FOR LEARNING CREATIVE AGING: ENHANCING RURAL OLDER ADULT

COMMUNITIES THROUGH THE ARTS

NAME OF RECIPIENT - TOWN OF BRISTOL IMPROVEMENTS BOARD

BRISTOL SENIOR-COMMUNITY CENTER PROJECT-INNOVATIVE SUSTAINABLE AND

INTERIOR BUILD

NAME OF RECIPIENT - WILLOWTAIL SPRINGS

A CROSS-CULTURAL, CROSS-GENERATIONAL EXPLORATION OF STORYTELLING THOUGH

ART, MUSIC, WRITING, AND NATURE

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
GUARANTY BANK- NFI SAVINGS	13,870.	13,870.	
TOTAL TO PART I, LINE 3	13,870.	13,870.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
INTEREST & DIVIDENDS	4,692,080.	0.	4,692,080.	4,692,080.	
TO PART I, LINE 4	4,692,080.	0.	4,692,080.	4,692,080.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GRANT RETURN	70,597.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	70,597.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	51,943.	0.		50,744.
TO FM 990-PF, PG 1, LN 16A	51,943.	0.		50,744.

FORM 990-PF	ACCOUNTING FEES		STATEMENT 5	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	50,350.	0.		50,350.
TO FORM 990-PF, PG 1, LN 16B	50,350.	0.		50,350.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT 6	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
IT EXPENSE	24,230.	0.		24,230.
CONSULTING	531,102.	0.		577,716.
INVESTMENT FEES	854,071.	854,071.		0.
TO FORM 990-PF, PG 1, LN 16C	1,409,403.	854,071.		601,946.

FORM 990-PF	TAXES		STATEMENT 7	
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INCOME & EXCISE TAXES	130,000.	0.		0.
PROPERTY TAX	77.	0.		77.
TO FORM 990-PF, PG 1, LN 18	130,077.	0.		77.

FORM 990-PF

OTHER EXPENSES

STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	31,543.	0.		31,543.
ADVERTISING	56,276.	0.		8,200.
IT EXPENSE	67,824.	0.		67,824.
OFFICE EXPENSE	16,962.	0.		14,302.
DUES & SUBSCRIPTIONS	25,066.	0.		0.
BANK FEES	2,314.	2,314.		0.
LICENSES	30.	0.		30.
PAYROLL PROCESSING FEE	5,549.	0.		5,549.
RECRUITING AND PROFESSIONAL DEVELOPMENT	26,189.	0.		2,698.
REPAIRS AND MAINTENANCE	0.	0.		3,652.
EQUIPMENT	0.	0.		6,151.
TO FORM 990-PF, PG 1, LN 23	231,753.	2,314.		139,949.

FORM 990-PF

U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS

STATEMENT 9

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. TREASURY NOTE 0.375000% 08/15/2024 FA ON THE RUN	X		183,849.	183,849.
U.S. TREASURY NOTE 0.375000% 12/31/2025 JD ON THE RUN	X		419,589.	419,589.
U.S. TREASURY NOTE 0.500% 04/30/2027	X		591,812.	591,812.
U.S. TREASURY NOTE 0.500% 05/31/2027	X		1,164,001.	1,164,001.
U.S. TREASURY NOTE 0.500000% 02/28/2026 FA ON THE RUN	X		2,044,560.	2,044,560.
U.S. TREASURY NOTE 0.500000% 03/31/2025 MS ON THE RUN	X		1,936,850.	1,936,850.
U.S. TREASURY NOTE 0.625% 08/15/2030	X		340,958.	340,958.
U.S. TREASURY NOTE 1.375000% 11/15/2031 MN OFF THE RUN	X		1,934,098.	1,934,098.
U.S. TREASURY NOTE 1.625% 02/15/2026 FA	X		682,793.	682,793.
U.S. TREASURY NOTE 2.000% 02/15/2025	X		120,390.	120,390.
U.S. TREASURY NOTE 2.000% 08/15/2025 FA	X		1,001,091.	1,001,091.
U.S. TREASURY NOTE 2.125% 05/15/2025 MN	X		586,486.	586,486.
U.S. TREASURY NOTE 2.250000% 11/15/2024 MN OFF THE RUN	X		1,142,504.	1,142,504.
U.S. TREASURY NOTE 2.625% 02/15/2029	X		490,224.	490,224.
U.S. TREASURY NOTE 2.750% 02/15/2028 FA	X		1,456,366.	1,456,366.
U.S. TREASURY NOTE 1.875000% 02/15/2032 FA OFF THE RUN	X		1,144,820.	1,144,820.
TOTAL U.S. GOVERNMENT OBLIGATIONS			15,240,391.	15,240,391.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			15,240,391.	15,240,391.

FORM 990-PF	CORPORATE STOCK	STATEMENT 10
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
ISHARES MSCI EAFE INTERNATIONAL INDEX FUND K SHARES	7,720,055.	7,720,055.
ISHARES S&P 500 K	97,155,240.	97,155,240.
MULTI-MANAGER INTERNATIONAL EQUITY FUND I	7,685,560.	7,685,560.
MULTI-MANAGER US SMALL CAP EQUITY FUND I	18,738,846.	18,738,846.
STATE STREET EMERGING MARKETS EQUITY INDEX FUND K CLASS	2,516,263.	2,516,263.
TOTAL TO FORM 990-PF, PART II, LINE 10B	133,815,964.	133,815,964.

FORM 990-PF	CORPORATE BONDS	STATEMENT 11
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AERCAP IRELAND CAPITAL DESIGNA 3.4% 10/29/2033 USD SR LIEN AERCAP GLOBAL AVI	382,120.	382,120.
AIR LEASE CORP MTN 2.875% 01/15/2026 USD SR LIEN	405,811.	405,811.
ALEXANDRIA REAL ESTATE EQUITIE 2.95% 03/15/2034 SR LIEN	229,678.	229,678.
ALEXANDRIA REAL ESTATE EQUITIE 4.75% 04/15/2035 SR LIEN	220,968.	220,968.
AMERICAN INTERNATIONAL 5.125% 03/27/2033 SR LIEN	281,327.	281,327.
AMGEN INC. 5.25% 03/02/2030 SR LIEN	227,139.	227,139.
APPLE INC. 3.2% 05/11/2027 USD SR LIEN	340,450.	340,450.
AT&T INC. 4.35% 03/01/2029 USD SER 10YR SR LIEN	446,028.	446,028.
B.A.T. CAPITAL CORPORATION 4.906% 04/02/2030 USD SR LIEN	240,506.	240,506.
B.A.T. CAPITAL CORPORATION 4.906% 04/02/2030 USD SR LIEN	234,140.	234,140.
BANCO SANTANDER, S.A. HYBRID 09/14/2027 USD SR LIEN CPN 09/14/21 1.722%	363,943.	363,943.
BANK OF AMERICA CORPORATION HYBRID MTN 02/07/2030 USD SER N SR LIEN CPN 02/0	823,695.	823,695.
BARCLAYS PLC HYBRID 11/24/2027 USD SR LIEN CPN 11/24/21 2.279%	423,006.	423,006.
BB&T CORPORATION MTN 2.85% 10/26/2024 USD SR LIEN	292,051.	292,051.
BERKSHIRE HATHAWAY ENERGY COMP 3.25% 04/15/2028 USD SER WI SR LIEN M-W+15.00	237,173.	237,173.
BOEING COMPANY (THE) 2.196% 02/04/2026 USD SR LIEN	248,086.	248,086.
BP CAP MARKETS AMERICA 3.543% 04/06/2027 USD SR LIEN	359,139.	359,139.
BROADCOM INC. 5.0% 04/15/2030 USD SER WI SR LIEN	310,986.	310,986.
BUNGE LIMITED FINANCE CORP. 2.75% 05/14/2031 USD SR LIEN	394,936.	394,936.
CHARLES SCHWAB CORPORATION 3112031	630,592.	630,592.
CITIGROUP INC. HYBRID 07/24/2028 USD SR LIEN CPN 07/24/17 3.668%	577,945.	577,945.

NEXTFIFTY INITIATIVE

26-2700185

COMCAST CORPORATION 4.2% 08/15/2034 USD SR LIEN	547,386.	547,386.
COSTCO WHOLESALE CORP 2.75% 05/18/2024 USD SR LIEN	352,474.	352,474.
CREDIT SUISSE AG-NEW YORK BRAN 2.95% 04/09/2025 USD SR LIEN	497,653.	497,653.
CROWN CASTLE INTL CORP 4.3% 02/15/2029 USD SR LIEN	225,295.	225,295.
CUMMINS INC. 1.5% 09/01/2030 USD SR LIEN	270,606.	270,606.
CVS HEALTH CORPORATION 4.875% 07/20/2035 USD SR LIEN	235,526.	235,526.
DIAGEO CAPITAL PLC 3.875% 05/18/2028 USD SR LIEN	470,742.	470,742.
DOW CHEMICAL CO/THE 4.25% 10/01/2034 USD SR LIEN	462,535.	462,535.
DUKE ENERGY FLORIDA LLC 3.8% 07/15/2028 USD SR LIEN	338,174.	338,174.
EATON VANCE GROUP EATON VANCE INCM FD OF BOSTON MUTUAL FUND CLASS I SHARES	10,814,031.	10,814,031.
ENERGY TRANSFER PARTNERS 4.75% 01/15/2026 USD SR LIEN	309,753.	309,753.
EOG RESOURCES INC 4.375% 04/15/2030 USD SR LIEN	392,576.	392,576.
EXELON CORPORATION 4.05% 04/15/2030 USD SR LIEN	428,438.	428,438.
FEDERAL HOME LOAN BANK SYSTEM 3.0% 09/11/2026 SER 0000 SR LIEN	1,471,150.	1,471,150.
FEDERATED HIGH YIELD BOND FUND MUTUAL FUND CLASS INST SHARES	10,875,394.	10,875,394.
FEDEX CORPORATION 4.9% 01/15/2034 USD SR LIEN	427,225.	427,225.
FOX CORP 3.5% 04/08/2030 USD SR LIEN	217,144.	217,144.
FRANKLIN RESOURCES INC 1.6% 10/30/2030 SR LIEN	409,738.	409,738.
HOME DEPOT INC 2.5% 04/15/2027 USD SR LIEN	218,969.	218,969.
HORMEL FOODS CORP 1.8% 06/11/2030 USD SR LIEN	551,736.	551,736.
HSBC HOLDINGS PLC HYBRID 06/19/2029 USD SR LIEN CPN 06/19/18 4.583%	369,401.	369,401.
ING GROEP N.V. HYBRID 03/28/2028 USD SR LIEN CPN 03/28/22 4.017%	219,734.	219,734.
ING GROEP N.V. HYBRID 04/01/2032 USD SR LIEN CPN 04/01/21 2.727%	369,294.	369,294.
INTUIT INC 1.65% 07/15/2030 USD SR LIEN	597,646.	597,646.
JOHNSON & JOHNSON 4.375% 12/05/2033 USD SR LIEN	356,654.	356,654.
JOHNSON & JOHNSON 4.375% 12/05/2033 USD SR LIEN	436,959.	436,959.
JPMORGAN CHASE & CO. HYBRID 02/01/2028 USD SR LIEN CPN 02/01/17-01/31/27 3.7	503,322.	503,322.
JPMORGAN CHASE & CO. HYBRID 03/01/2025 USD SR LIEN CPN 06/01/17-02/29/24 3.2	343,832.	343,832.
KINDER MORGAN INC 2.0% 02/15/2031 USD SR LIEN	247,842.	247,842.
LLOYDS BANKING GROUP PLC HYBRID 11/07/2028 USD SR LIEN CPN 11/07/17 3.574%	322,406.	322,406.
MIZUHO FINANCIAL GROUP, INC. HYBRID 05/25/2031 USD SR LIEN CPN 02/25/20-05/2	416,693.	416,693.
MIZUHO FINANCIAL GROUP, INC. HYBRID 07/10/2031 USD SR LIEN CPN 07/10/20 2.20	227,846.	227,846.
NATIONAL RURAL UTILITIES COOPE 3.4% 02/07/2028	486,380.	486,380.
NORTHERN TRUST CORPORATION HYBRID 05/08/2032 USD JRSUB LIEN CPN 05/08/17 3.3	348,813.	348,813.
NORTHROP GRUMMAN CORPORATION 2.93% 01/15/2025 SR LIEN	396,288.	396,288.
NVIDIA CORPORATION 2.85% 04/01/2030 USD SR LIEN	290,305.	290,305.
ONTARIO (PROVINCE OF) 3.2% 05/16/2024 USD SR LIEN	5,974.	5,974.
ORACLE SYSTEMS CORP 3.4% 07/04/2028	264,212.	264,212.

NEXTFIFTY INITIATIVE26-2700185

PAYPAL HOLDINGS, INC. 2.85% 10/01/2029 USD SR LIEN	556,445.	556,445.
PHILIP MORRIS INTERNATIONAL IN 2.75% 02/25/2026 USD SR LIEN	223,632.	223,632.
PNC BANK NA 4.05% 07/26/2028 USD SER BKNT SUB LIEN	245,452.	245,452.
PUBLIC STORAGE 3.094% 09/15/2027 USD SR LIEN	495,044.	495,044.
QUALCOMM INCORPORATED 3.25% 05/20/2027 USD SR LIEN	336,268.	336,268.
RALPH LAUREN CORP 2.95% 06/15/2030 USD SR LIEN	529,778.	529,778.
REALTY INCOME CORPORATION 3.0% 01/15/2027 USD SR LIEN	264,939.	264,939.
ROPER TECHNOLOGIES INC 1.75% 02/15/2031 USD SR LIEN	237,089.	237,089.
SANTANDER UK GROUP HOLDINGS PL HYBRID 11/03/2028 USD SR LIEN CPN 11/03/17 3.	466,458.	466,458.
S&P GLOBAL INC. 2.95% 01/22/2027 USD SR LIEN	548,918.	548,918.
SKYWORKS SOLUTIONS, INC. 3.0% 06/01/2031 USD SR LIEN	213,347.	213,347.
TARGET CORP 2.5% 04/15/2026 USD SR LIEN	363,063.	363,063.
THE J. M. SMUCKER COMPANY 4.25% 03/15/2035 USD SER WI SR LIEN	215,128.	215,128.
TOYOTA MOTOR CORPORATION 0.681% 03/25/2024 SR LIEN	371,556.	371,556.
TRANSCANADA PIPELINES LIMITED 3.75% 10/16/2023 USD SR LIEN	333,771.	333,771.
U.S. BANCORP HYBRID 10/21/2033 USD SR LIEN CPN 10/21/22 5.85%	217,118.	217,118.
UNITEDHEALTH GROUP INCORPORATE 3.85% 06/15/2028 USD SR LIEN	348,099.	348,099.
VERIZON COMMUNICATIONS INC. 4.4% 11/01/2034 USD SR LIEN	234,096.	234,096.
VERIZON COMMUNICATIONS, INC. 4.329% 09/21/2028 USD SER WI SR LIEN	227,532.	227,532.
WESTPAC BANKING CORPORATION HYBRID 02/04/2030 USD SUB LIEN CPN 01/31/20 2.89	546,071.	546,071.
XILINX, INC. 2.375% 06/01/2030 USD SR LIEN	1,777.	1,777.
TOTAL TO FORM 990-PF, PART II, LINE 10C	50,365,446.	50,365,446.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12	
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
E&F PRIVATE EQUITY MANAGERS (2023) OFFSHORE LP	FMV	4,677.	4,677.
PETERSHILL IV OFFSHORE	FMV	319,456.	319,456.
PRIVATE CREDIT MANAGERS II OFFSHORE LP	FMV	4,545,743.	4,545,743.
PRIVATE CREDIT MANAGERS III OFFSHORE LP	FMV	7,879,274.	7,879,274.
PRIVATE CREDIT MANAGERS IV OFFSHORE LP	FMV	2,695,898.	2,695,898.
PRIVATE EQUITY MANAGERS (2018) OFFSHORE SCSP	FMV	4,606,876.	4,606,876.
PRIVATE EQUITY MANAGERS (2019) OFFSHORE SCSP	FMV	4,478,962.	4,478,962.
PRIVATE EQUITY MANAGERS (2020) OFFSHORE SCSP	FMV	3,145,660.	3,145,660.
PRIVATE EQUITY MANAGERS (2021) OFFSHORE SCSP	FMV	3,128,203.	3,128,203.
PRIVATE TECHNOLOGY OPPORTUNITIES	FMV	927,682.	927,682.
VINTAGE VII OFFSHORE SCSP	FMV	8,420,576.	8,420,576.
MRI - AGE 1 FUND	FMV	306,905.	306,905.
MRI - 1843 CAPITAL	FMV	688,764.	688,764.
TOTAL TO FORM 990-PF, PART II, LINE 13		41,148,676.	41,148,676.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT 13	
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & EQUIPMENT	170,358.	55,595.	114,763.
LEASEHOLD IMPROVEMENTS	31,140.	6,370.	24,770.
WEBSITE	35,549.	0.	35,549.
TOTAL TO FM 990-PF, PART II, LN 14	237,047.	61,965.	175,082.

FORM 990-PF	OTHER ASSETS		STATEMENT 14
DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
OTHER ASSETS	16,955.	16,955.	16,955.
RIGHT OF USE ASSET	982,509.	807,500.	807,500.
TO FORM 990-PF, PART II, LINE 15	999,464.	824,455.	824,455.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 15
DESCRIPTION	BOY AMOUNT	EOY AMOUNT
ACCRUED PTO	135,510.	107,611.
OPERATING LEASE LIABILITY	969,710.	805,352.
TOTAL TO FORM 990-PF, PART II, LINE 22	1,105,220.	912,963.

FORM 990-PF

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

STATEMENT 16

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
PETER KALDES 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	PRESIDENT & CEO (AS OF 9/23) 40.00	146,892.	8,850.	0.
JOIE GLENN 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	CHAIR 1.00	0.	0.	0.
MAUREEN HANRAHAN 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	VICE CHAIR 1.00	0.	0.	0.
ERIC KUHN 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	SECRETARY 4.00	0.	0.	0.
KEN TAYLOR 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	TREASURER 1.00	0.	0.	0.
KRISTINE BURROWS 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	TRUSTEE 1.00	0.	0.	0.
MARCO CHAYET 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	TRUSTEE 1.00	0.	0.	0.
VATSALA KAPUR 2000 S COLORADO BLVD, TOWER 1, STE 5500 DENVER, CO 80222	TRUSTEE 1.00	0.	0.	0.

NEXTFIFTY INITIATIVE

SEKHAR PALADUGU

2000 S COLORADO BLVD, TOWER 1, STE

5500

DENVER, CO 80222

TRUSTEE

1.00

0.

0.

0.

26-2700185

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

146,892.

8,850.

0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VI-B, LINE 5D

STATEMENT 17

GRANTEE'S NAME

CITY OF GUNNISON

GRANTEE'S ADDRESS201 W. VIRGINIA AVE.
GUNNISON, CO 81230GRANT AMOUNT

15,390.

DATE OF GRANT

09/25/23

AMOUNT EXPENDEDPURPOSE OF GRANT

GRAD STUDENT ASSISTANCESHIP

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

DODGE COUNTY HOSPITAL AUTHORITY

GRANTEE'S ADDRESS901 GRIFFIN AVE
EASTMAN , GA 31023

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
249,880.	11/20/23	

PURPOSE OF GRANT

GEORGIA BLACK BELT CARE MANAGEMENT SERVICES

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

GUNNISON COUNTY HEALTH AND HUMAN SERVICES

GRANTEE'S ADDRESS220 N SPRUCE ST.
GUNNISON, CO 81230

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
22,000.	08/07/23	

PURPOSE OF GRANT

AGING RESOURCE SPECIALIST

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

OKLAHOMA STATE UNIVERSITY

GRANTEE'S ADDRESS219 STUDENT UNION
STILLWATER, OK 74078GRANT AMOUNT

81,865.

DATE OF GRANT

12/07/23

AMOUNT EXPENDEDPURPOSE OF GRANTIMPROVING WELLNESS ACROSS THE LIFESPAN WITH THE ACTIVE AGING FOR L.I.F.E.
HEALTH EDUCATION PROGRAMDATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

TANEY COUNTY HEALTH DEPARTMENT

GRANTEE'S ADDRESS320 RINEHART RD.
BRANSON, MO 65616

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
52,020.	12/04/23	

PURPOSE OF GRANT

GENERAL SUPPORT

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

UNIVERSITY OF COLORADO DENVER

GRANTEE'S ADDRESS1201 LARIMER ST.
DENVER, CO 80204GRANT AMOUNT

110,448.

DATE OF GRANT

10/30/23

AMOUNT EXPENDEDPURPOSE OF GRANT

RESEARCH ROADSHOWS ENGAGE OLDER ADULTS IN RESEARCH TO ADVANCE HEALTH EQUITY

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

GRANTEE'S NAME

WEST CUSTER COUNTY LIBRARY DISTRICT

GRANTEE'S ADDRESS209 MAIN ST.
WESTCLIFFE, CO 81252

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
1,000.	08/07/23	

PURPOSE OF GRANT

METERNALLY REMINISCENCE KITS

DATES OF REPORTS BY GRANTEE

SEMI-ANNUAL REPORTS ISSUED

ANY DIVERSION BY GRANTEE

N/A

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

FORM 990-PF

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

STATEMENT 18

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ALL GRANT APPLICATIONS SHOULD BE COMPLETED AND SUBMITTED ONLINE
AT WWW.NEXTFIFTYINITIATIVE.ORG
DENVER, CO 80222

TELEPHONE NUMBER

303-547-1800

NAME OF GRANT PROGRAMPLEASE SEE WWW.NEXTFIFTYINITIATIVE.ORG FOR DETAILS.EMAIL ADDRESSINFO@NEXT50INITIATIVE.ORGFORM AND CONTENT OF APPLICATIONSPLEASE SEE WWW.NEXTFIFTYINITIATIVE.ORG FOR DETAILS.ANY SUBMISSION DEADLINES

NEXTFIFTY INITIATIVE WILL HAVE TWO GRANT APPLICATION CYCLES.

RESTRICTIONS AND LIMITATIONS ON AWARDSPLEASE SEE WWW.NEXTFIFTYINITIATIVE.ORG FOR DETAILS

**Application for Extension of Time To File an Exempt Organization
Return or Excise Taxes Related to Employee Benefit Plans**

OMB No. 1545-0047

Department of the Treasury
Internal Revenue Service

File a separate application for each return.
Go to www.irs.gov/Form8868 for the latest information.

Electronic filing (e-file). You can electronically file Form 8868 to request up to a 6-month extension of time to file any of the forms listed below except for Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts. An extension request for Form 8870 must be sent to the IRS in a paper format (see instructions). For more details on the electronic filing of Form 8868, visit www.irs.gov/e-file-providers/e-file-for-charities-and-non-profits.

Caution: If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-TE and Form 8879-TE for payment instructions.

All corporations required to file an income tax return other than Form 990-T (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Part I - Identification

Type or Print File by the due date for filing your return. See instructions.	Name of exempt organization, employer, or other filer, see instructions. NEXTFIFTY INITIATIVE	Taxpayer identification number (TIN) 26-2700185
	Number, street, and room or suite no. If a P.O. box, see instructions. 2000 S COLORADO BLVD, TOWER 1, 5500	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. DENVER, CO 80222-7900	

Enter the Return Code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 4720 (other than individual)	09
Form 4720 (individual)	03	Form 5227	10
Form 990-PF	04	Form 6069	11
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 8870	12
Form 990-T (trust other than above)	06	Form 5330 (individual)	13
Form 990-T (corporation)	07	Form 5330 (other than individual)	14
Form 1041-A	08		

• After you enter your Return Code, complete either Part II or Part III. Part III, including signature, is applicable only for an extension of time to file Form 5330.

• If this application is for an extension of time to file Form 5330, you must enter the following information.

Plan Name _____
Plan Number _____
Plan Year Ending (MM/DD/YYYY) _____

Part II - Automatic Extension of Time To File for Exempt Organizations (see instructions)

The books are in the care of **TRACY LANGWORTHY - 2000 S COLORADO BLVD, TOWER 1, SUITE 5500 - DENVER, CO 80222**

Telephone No. **303-547-1800** Fax No. _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four-digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and TINs of all members the extension is for.

1 I request an automatic 6-month extension of time until **NOVEMBER 15**, 20 **24**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
☒ calendar year 20 **23** or
☐ tax year beginning _____, 20 _____, and ending _____, 20 _____

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 163,263.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 118,263.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 45,000.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2024)