

Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

Department of the Treasury  
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation  
Do not enter social security numbers on this form as it may be made public.  
Go to [www.irs.gov/Form990PF](http://www.irs.gov/Form990PF) for instructions and the latest information.

**2018**

Open to Public Inspection

For calendar year 2018 or tax year beginning

, and ending

Name of foundation <b>Gates Family Foundation</b>		A Employer identification number 84-0474837
Number and street (or P O box number if mail is not delivered to street address) 1390 Lawrence Street	Room/suite 400	B Telephone number 303-722-1881
City or town, state or province, country, and ZIP or foreign postal code Denver, CO 80204-2081		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<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) \$ 459,776,527	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part II Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
		13,435,228.			
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
		55,046.	55,046.		
4 Dividends and interest from securities					
		4,515,885.	4,515,885.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10					
		47,444,386.			
b Gross sales price for all assets on line 6a					
7 Capital gain net income (from part IV, line 2)					
			44,450,638.		
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)					
		1,707,912.	4,560,046.		See Statement
12 Total. Add lines 1 through 11					
		67,158,457.	53,581,615.		
13 Compensation of officers, directors, trustees, etc					
		497,000.	74,000.		423,000.
14 Other employee salaries and wages					
		1,033,686.	25,800.		1,007,886.
15 Pension plans, employee benefits					
		435,560.	28,363.		407,197.
16a Legal fees Stmt 2					
		16,288.	0.		16,288.
b Accounting fees Stmt 3					
		28,063.	7,016.		21,047.
c Other professional fees Stmt 4					
		318,240.	257,936.		60,304.
17 Interest					
18 Taxes Stmt 5					
		1,056,378.	0.		0.
19 Depreciation and depletion					
		774,859.	284,396.		
20 Occupancy					
		121,529.	1,752.		119,777.
21 Travel, conferences, and meetings					
		88,445.	4,744.		83,701.
22 Printing and publications					
		1,171.	0.		1,171.
23 Other expenses Stmt 6					
		314,428.	10,408.		304,020.
24 Total operating and administrative expenses Add lines 13 through 23					
		4,685,647.	694,415.		2,444,391.
25 Contributions, gifts, grants paid					
		20,428,758.			20,628,758.
26 Total expenses and disbursements Add lines 24 and 25					
		25,114,405.	694,415.		23,073,149.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		42,044,052.			
b Net investment income (if negative, enter -0-)			52,887,200.		
c Adjusted net income (if negative, enter -0-)				N/A	

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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		4,940,207.	3,049,247.	3,049,247.	
	2	Savings and temporary cash investments		4,293,883.	5,602,508.	5,602,508.	
	3	Accounts receivable					
		Less: allowance for doubtful accounts					
	4	Pledges receivable					
		Less: allowance for doubtful accounts					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons					
	7	Other notes and loans receivable					
		Less: allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments - U.S. and state government obligations					
	b	Investments - corporate stock	Stmt 7		138,272,414.	123,132,465.	124,756,125.
	c	Investments - corporate bonds	Stmt 8		4,569,144.	4,473,810.	4,430,415.
	11	Investments - land, buildings, and equipment: basis	7,956,058.				
	Less: accumulated depreciation	Stmt 9	1,481,416.	6,010,263.	6,474,642.	9,253,869.	
12	Investments - mortgage loans						
13	Investments - other	Stmt 10		199,319,409.	256,189,599.	307,973,326.	
14	Land, buildings, and equipment: basis	5,769,120.					
	Less: accumulated depreciation	Stmt 11	1,875,655.	3,859,105.	3,893,465.	3,893,465.	
15	Other assets (describe: Program related investments)			324,831.	817,572.	817,572.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)			361,589,256.	403,633,308.	459,776,527.	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable					
	22	Other liabilities (describe)					
23	<b>Total liabilities</b> (add lines 17 through 22)			0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26, and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31						
	27	Capital stock, trust principal, or current funds			0.	0.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds			361,589,256.	403,633,308.		
30	<b>Total net assets or fund balances</b>			361,589,256.	403,633,308.		
31	<b>Total liabilities and net assets/fund balances</b>			361,589,256.	403,633,308.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	361,589,256.
2	Enter amount from Part I, line 27a	2	42,044,052.
3	Other increases not included in line 2 (itemize)	3	0.
4	Add lines 1, 2, and 3	4	403,633,308.
5	Decreases not included in line 2 (itemize)	5	0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6	403,633,308.

**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				
b	See Attached Statements			
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				
b				
c				
d				
e			44,450,638.	
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) 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				
b				
c				
d				
e			44,450,638.	
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	44,450,638.	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A	

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No  
 If "Yes," the foundation doesn't qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2017	23,488,429.	447,796,334.	.052453
2016	23,664,455.	411,105,028.	.057563
2015	21,879,438.	440,220,225.	.049701
2014	20,204,848.	439,456,071.	.045977
2013	23,727,001.	408,019,831.	.058152

2	Total of line 1, column (d)	2	.263846
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	.052769
4	Enter the net value of noncharitable-use assets for 2018 from Part X, line 5	4	478,784,059.
5	Multiply line 4 by line 3	5	25,264,956.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	528,872.
7	Add lines 5 and 6	7	25,793,828.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	24,288,985.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

- 1a Exempt operating foundations described in section 4940(d)(2), check here [ ] and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary-see instructions)
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here [ ] and enter 1% of Part I, line 27b
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations, enter 4% of Part I, line 12, col. (b)
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
3 Add lines 1 and 2
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only; others, enter -0-)
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

Table with 2 columns: Line number and Amount. Rows 1-11 showing tax calculations and credits.

- 6 Credits/Payments:
a 2018 estimated tax payments and 2017 overpayment credited to 2018
b Exempt foreign organizations - tax withheld at source
c Tax paid with application for extension of time to file (Form 8868)
d Backup withholding erroneously withheld
7 Total credits and payments. Add lines 6a through 6d
8 Enter any penalty for underpayment of estimated tax. Check here [X] if Form 2220 is attached
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid
11 Enter the amount of line 10 to be: Credited to 2019 estimated tax [ ] Refunded [ ]

Table with 2 columns: Line number and Amount. Rows 6a-6d showing credit and payment amounts.

Part VII-A Statements Regarding Activities

- 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?
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.
c Did the foundation file Form 1120-POL for this year?
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.
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
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
b If "Yes," has it filed a tax return on Form 990-T for this year?
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T
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?
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV
8a Enter the states to which the foundation reports or with which it is registered. See instructions. CO
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2018 or the tax year beginning in 2018? See the instructions for Part XIV. If "Yes," complete Part XIV
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

Table with 3 columns: Question number, Yes, No. Rows 1a-10 for activity statements.

Part VII-A: Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions See Statement 12 See Statement 13 Stmt 14
- 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
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?

	Yes	No
11	X	
12		X
13	X	

Website address **gatesfamilyfoundation.org**

14 The books are in care of **Sue Dorsey** Telephone no. **303-722-1881**  
 Located at **1390 Lawrence Street, Denver, CO** ZIP+4 **80204-2081**

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - check here and enter the amount of tax-exempt interest received or accrued during the year **15** N/A

- 16 At any time during calendar year 2018, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country **Cayman Islands**

	Yes	No
16	X	

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

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

- 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?  Yes  No
  - (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?  Yes  No
  - (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?  Yes  No
  - (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?  Yes  No
  - (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?  Yes  No
  - (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)  Yes  No
- b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance? See instructions Organizations relying on a current notice regarding disaster assistance, check here
- c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2018?
- 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
  - a At the end of tax year 2018, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2018?  Yes  No  
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
  - 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?  Yes  No
- b If "Yes," did it have excess business holdings in 2018 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2018.) N/A
- 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
- b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2018?

	Yes	No
1b		X
1c		X
2b		
3b		
4a		X
4b		X

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

**5a** During the year, did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? See instructions  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance? See instructions  
Organizations relying on a current notice regarding disaster assistance, check here

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? See Statement 16  Yes  No  
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.  Yes  No

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

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

**8** Is the foundation subject to the section 4960 tax on payment(s) of more than \$1,000,000 in remuneration or excess parachute payment(s) during the year?  Yes  No

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, and foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 15		497,000.	103,380.	2,382.

**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
Mary Seawell - 1390 Lawrence Street, Denver, CO 80204-2081	Sr VP Education 40.00	166,000.	28,137.	0.
Melissa Davis - 1390 Lawrence Street, denver, CO 80204-2081	VP Strategic Comm & Informed Comm 40.00	113,750.	34,776.	0.
Elizabeth Conover - 1390 Lawrence Street, Denver, CO 80204-2081	Sr VP Natural Resources 40.00	114,545.	28,312.	0.
Ana Soler - 1390 Lawrence Street, Denver, CO 80204-2081	Sr. Program Officer Education 0.00	113,580.	27,795.	0.
Lisa Rucker - 1390 Lawrence Street, Denver, CO 80204-2081	Sr. Prog. Officer/Grants Mgr. 40.00	106,000.	23,911.	0.
<b>Total number of other employees paid over \$50,000</b>				<b>5</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. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Next Century Growth Investors, LLC - 5500 Wayzata Blvd., # 1275, Minneapolis, MN 55416	Investment management	127,858.
Ellwood Associates 33 West Monroe, Suite 1850, Chicago, IL 60603	Investment advisor	96,521.

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

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

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

**Part IX-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	
See Statement 17	513,669.
2	
See Statement 18	177,344.
All other program-related investments. See instructions.	
3	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	691,013.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	470,520,873.
b	Average of monthly cash balances	1b	6,300,445.
c	Fair market value of all other assets	1c	9,253,869.
d	<b>Total</b> (add lines 1a, b, and c)	1d	486,075,187.
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	486,075,187.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,291,128.
5	<b>Net value of noncharitable-use assets</b> . Subtract line 4 from line 3. Enter here and on Part V, line 4	5	478,784,059.
6	<b>Minimum investment return</b> . Enter 5% of line 5	6	23,939,203.

**Part XI** Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations, check here  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	23,939,203.
2a	Tax on investment income for 2018 from Part VI, line 5	2a	1,057,744.
b	Income tax for 2018. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,057,744.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	22,881,459.
4	Recoveries of amounts treated as qualifying distributions	4	398,271.
5	Add lines 3 and 4	5	23,279,730.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> . Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	23,279,730.

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

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:			
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	23,073,149.
b	Program-related investments - total from Part IX-B	1b	691,013.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	524,823.
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	<b>Qualifying distributions</b> . Add lines 1a through 3b. Enter here and on Part V, line 8; and Part XIII, line 4	4	24,288,985.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions</b> . Subtract line 5 from line 4	6	24,288,985.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.



**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2017	(c) 2017	(d) 2018
1 Distributable amount for 2018 from Part XI, line 7				23,279,730.
2 Undistributed income, if any, as of the end of 2018				
a Enter amount for 2017 only			8,768,051.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2018:				
a From 2013				
b From 2014				
c From 2015				
d From 2016				
e From 2017				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2018 from Part XII, line 4: ▶ \$ 24,288,985.				
a Applied to 2017, but not more than line 2a			8,768,051.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2018 distributable amount				15,520,934.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2018 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2017. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2018. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2019				7,758,796.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2013 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2019. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2014				
b Excess from 2015				
c Excess from 2016				
d Excess from 2017				
e Excess from 2018				



**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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 Paid during the year</b>				
Statement 20				20,628,758.
<b>Total</b>			<b>▶ 3a</b>	20,628,758.
<b>b Approved for future payment</b>				
Statement 20				33,843,284.
<b>Total</b>			<b>▶ 3b</b>	33,843,284.



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

- 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) (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
(2) Other assets
b Other transactions:
(1) Sales of assets to a noncharitable exempt organization
(2) Purchases of assets from a noncharitable exempt organization
(3) Rental of facilities, equipment, or other assets
(4) Reimbursement arrangements
(5) Loans or loan guarantees
(6) Performance of services or membership or fundraising solicitations
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees
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.

Table with 2 columns: Yes, No. Rows include 1a(1), 1a(2), 1b(1) through 1b(6), and 1c. All 'No' boxes are checked with an 'X'.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. The table is mostly empty with 'N/A' in the first row.

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. The table is mostly empty with 'N/A' in the first row.

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. Signature of officer or trustee: [Signature] Date: 11.3.19 President

May the IRS discuss this return with the preparer shown below? See instr. [X] Yes [ ] No

Paid Preparer Use Only: Print/Type preparer's name: Laurie Anderson; Preparer's signature: [Signature]; Firm's name: Kunding, Corder & Engle, P.C.; Firm's address: 475 Lincoln St., Ste. 200, Denver, CO 80203

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

- ▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Go to [www.irs.gov/Form990](http://www.irs.gov/Form990) for the latest information.

OMB No 1545-0047

**2018**

Name of the organization

Gates Family Foundation

Employer identification number

84-0474837

**Organization type** (check one)**Filers of:****Section:**

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note:** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

**Special Rules**

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000, or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Part I (entering "N/A" in column (b) instead of the contributor name and address), II, and III.
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Don't complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ \_\_\_\_\_

**Caution:** An organization that isn't covered by the General Rule and/or the Special Rules doesn't file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it doesn't meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

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

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

Name of organization  Gates Family Foundation	Employer identification number  84-0474837
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**Part I** **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Mr. and Mrs. Frank R. Newell  270 Argonne Ave.  Long Beach, CA 90803	\$ 101,895.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	The LeBurta Gates Atherton Administrative Trust  PO Box 3170  Honolulu, HI 96802	\$ 13,333,333.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	_____  _____  _____	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization  Gates Family Foundation	Employer identification number  84-0474837
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**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (See instructions)	(d) Date received
1	1,855 shares of Intel Corporation _____ _____ _____	\$ 101,895.	05/17/18
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____
	_____ _____ _____	\$ _____	_____



Name of organization <b>Gates Family Foundation</b>	Employer identification number <b>84-0474837</b>
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**Part III** Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ▶ \$ \_\_\_\_\_  
 Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
<b>(e) Transfer of gift</b>			
<b>Transferee's name, address, and ZIP + 4</b>		<b>Relationship of transferor to transferee</b>	

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Cody Resources Management	P	Various	Various
b SSGA S&P 500 Index	P	Various	Various
c Artisan Partners	P	Various	Various
d Sanders Capital	P	Various	Various
e Axiom Emerging Markets Equity	P	Various	Various
f Tortoise MLP	P	Various	Various
g Mesriow Financial PE Fund II	P	Various	Various
h Accolade Partners V	P	Various	Various
i Horsley Bridge XI Venture	P	Various	Various
j Aberdeen International	P	Various	Various
k Aberdeen Private Equity III	P	Various	Various
l Aberdeen Venture Partners VI	P	Various	Various
m Common Fund Natural Resources VII	P	Various	Various
n Common Fund International VI	P	Various	Various
o Common Fund Private Equity VII	P	Various	Various

(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			763.
b			5,804,410.
c			8,868,191.
d			7,627,687.
e			220,603.
f			4,216.
g			557,712.
h			8,483.
i			4,791.
j			829,019.
k			675,649.
l			1,098,937.
m			<34,950.>
n			404,288.
o			669,999.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			763.
b			5,804,410.
c			8,868,191.
d			7,627,687.
e			220,603.
f			4,216.
g			557,712.
h			8,483.
i			4,791.
j			829,019.
k			675,649.
l			1,098,937.
m			<34,950.>
n			404,288.
o			669,999.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Common Fund Venture Partners VIII	P	Various	Various
b Common Fund Natural Resources VIII	P	Various	Various
c Common Fund Venture Partners IX	P	Various	Various
d Common Fund Natural Resources IX	P	Various	Various
e Siguler Guff Distressed Opportunities III	P	Various	Various
f Siguler Guff Distressed Opportunities IV	P	Various	Various
g Siguler Guff Small Buyout II	P	Various	Various
h Siguler Guff Distressed Real Estate II	P	Various	Various
i Siguler Guff SBO III	P	Various	Various
j Abbott Private Equity ACE VI	P	Various	Various
k Adams Street Global Secondaries II	P	Various	Various
l Northgate Venture Partners VI	P	Various	Various
m William Blair	P	Various	Various
n Longleaf Partners FDS	P	Various	Various
o Publicly traded securities		Various	Various

(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			292,277.
b			70,957.
c			538,603.
d			101,800.
e			131,487.
f			66,223.
g			510,968.
h			86,132.
i			108,039.
j			1,765,141.
k			500,581.
l			659.
m			1,395,383.
n			2,131,801.
o			9,909,556.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			292,277.
b			70,957.
c			538,603.
d			101,800.
e			131,487.
f			66,223.
g			510,968.
h			86,132.
i			108,039.
j			1,765,141.
k			500,581.
l			659.
m			1,395,383.
n			2,131,801.
o			9,909,556.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Blackrock Alternative Advisors	P	Various	Various
b Less UBTI gains reported on 990T	P	Various	Various
c Adams Street Global Secondaries II	P	Various	Various
d Common Fund International VI	P	Various	Various
e Common Fund Natural Resources IX	P	Various	Various
f Common Fund Natural Resources VII	P	Various	Various
g Common Fund Natural Resources VIII	P	Various	Various
h Common Fund Private Equity VII	P	Various	Various
i Mesirov Financial PE Fund II	P	Various	Various
j Less Blackrock gain reported on Form 5471	P	Various	Various
k Publicly traded securities	D	Various	Various
l			
m			
n			
o			

(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			2,914,019.
b			<180,962.>
c			<4,981.>
d			1,058.
e			23,159.
f			78,272.
g			1,107.
h			38,381.
i			43,966.
j			<2,914,019.>
k			101,233.
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			2,914,019.
b			<180,962.>
c			<4,981.>
d			1,058.
e			23,159.
f			78,272.
g			1,107.
h			38,381.
i			43,966.
j			<2,914,019.>
k			101,233.
l			
m			
n			
o			

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	44,450,638.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF	Other Income		Statement	1
Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	
Directed commissions	893.	893.		
Unrelated business losses reported on Form 990-T	<590,909.>	0.		
Blackrock Subpart F Income	0.	2,261,225.		
Pass-through activity from limited partnerships	1,685,729.	1,685,729.		
Hover real estate income	612,199.	612,199.		
<b>Total to Form 990-PF, Part I, line 11</b>	<b>1,707,912.</b>	<b>4,560,046.</b>		

Form 990-PF	Legal Fees			Statement	2
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Tuthill & Hughes LLP	15,235.	0.		15,235.	
Polsinelli PC	1,053.	0.		1,053.	
<b>To Fm 990-PF, Pg 1, ln 16a</b>	<b>16,288.</b>	<b>0.</b>		<b>16,288.</b>	

Form 990-PF	Accounting Fees			Statement	3
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
Kundinger, Corder & Engle, P.C.	28,063.	7,016.		21,047.	
<b>To Form 990-PF, Pg 1, ln 16b</b>	<b>28,063.</b>	<b>7,016.</b>		<b>21,047.</b>	

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Form 990-PF Other Professional Fees Statement 4


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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
State Street Bank & Trust	13,564.	13,564.		0.
State Street S&P 500 Index Fund	19,993.	19,993.		0.
Next Century Growth Fund	127,858.	127,858.		0.
Ellwood Associates	96,521.	96,521.		0.
CBIZ Retirement Plan Services	2,355.	0.		2,355.
Kerry B. Plemmons	4,350.	0.		4,350.
3 Story Design, Inc.	4,186.	0.		4,186.
Bellwether Education Partners, Inc.	2,800.	0.		2,800.
Mission Minded, Inc.	5,572.	0.		5,572.
Highland Communication Works, Inc.	2,400.	0.		2,400.
Alan Gottlieb	22,500.	0.		22,500.
Michele McLellan	625.	0.		625.
Will & Deni Media	450.	0.		450.
Andrew Elliman	4,500.	0.		4,500.
High Country News	200.	0.		200.
Community Radio Project, Inc.	200.	0.		200.
Durango Herald	400.	0.		400.
Open Media Foundation	7,592.	0.		7,592.
Institute for Nonprofit News	2,174.	0.		2,174.
To Form 990-PF, Pg 1, ln 16c	318,240.	257,936.		60,304.

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Form 990-PF Taxes Statement 5


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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
2018 estimated excise tax payments	833,600.	0.		0.
2017 excise tax payment	222,778.	0.		0.
To Form 990-PF, Pg 1, ln 18	1,056,378.	0.		0.

Form 990-PF	Other Expenses	Statement	6
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Dues	48,514.	2,840.		45,674.
Office expenses	155,247.	3,835.		151,412.
Insurance	22,614.	1,470.		21,144.
Retirement payments	11,625.	0.		11,625.
Miscellaneous	11,843.	0.		11,843.
Payroll service	2,922.	0.		2,922.
Professional development	34,813.	2,263.		32,550.
Family fund expense	6,417.	0.		6,417.
Events and convening	20,433.	0.		20,433.
<b>To Form 990-PF, Pg 1, ln 23</b>	<b>314,428.</b>	<b>10,408.</b>		<b>304,020.</b>

Form 990-PF	Corporate Stock	Statement	7
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Description	Book Value	Fair Market Value
State Street S&P 500 Index Fund	44,608,988.	58,118,628.
Next Century	10,956.	10,956.
Artisan Partners Small Cap Fund	30,071,790.	19,364,084.
Dodge & Cox	48,440,731.	47,262,457.
<b>Total to Form 990-PF, Part II, line 10b</b>	<b>123,132,465.</b>	<b>124,756,125.</b>

Form 990-PF	Corporate Bonds	Statement	8
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Description	Book Value	Fair Market Value
PIMCO Total Return Bond Fund	4,473,810.	4,430,415.
<b>Total to Form 990-PF, Part II, line 10c</b>	<b>4,473,810.</b>	<b>4,430,415.</b>

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Form 990-PF      Depreciation of Assets Held for Investment      Statement      9

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Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Land	1,435,097.	0.	1,435,097.
Buildings and improvements	6,520,961.	1,481,416.	5,039,545.
<b>Total to Fm 990-PF, Part II, ln 11</b>	<b>7,956,058.</b>	<b>1,481,416.</b>	<b>6,474,642.</b>

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Form 990-PF      Other Investments      Statement      10

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Description	Valuation Method	Book Value	Fair Market Value
Cody Resource LP	COST	831,521.	1,565,506.
Abbott Capital Partners	COST	7,403,889.	9,017,520.
Adams Street Partners	COST	2,196,686.	2,959,062.
Commonfund Capital Private Equity Fund VII	COST	754,245.	2,953,710.
Commonfund Capital Natural Resources VIII	COST	2,904,157.	3,045,033.
Commonfund Capital International VI	COST	868,956.	1,008,502.
Commonfund Capital Venture Partners VIII	COST	821,305.	2,092,781.
Commonfund Natural Resources VII	COST	1,199,838.	1,612,170.
Commonfund Capital Natural Resources IX	COST	2,976,372.	4,801,034.
Commonfund Capital Venture Partners IX	COST	1,348,596.	5,191,295.
Aberdeen Venture Offshore Partners VI	COST	4,586,945.	3,827,634.
Aberdeen Private Offshore Equity III	COST	3,077,642.	3,026,262.
Aberdeen International Offshore Partners	COST	2,584,042.	2,818,598.
Mesirow Private Equity Partnership	COST	2,329,968.	2,816,760.
Blackrock Hedge Fund	COST	47,000,990.	65,608,395.
Siguler Guff Distressed Opportunities Fund III	COST	807,677.	882,226.
Siguler Guff Distressed Opportunities Fund IV	COST	1,109,102.	1,300,895.
Siguler Guff Real Estate	COST	2,183,312.	3,475,466.
Siguler Guff Small Buyout II	COST	2,495,523.	4,123,681.
Siguler Guff Small Buyout III	COST	7,461,138.	10,251,694.
Sanders Capital Management	COST	63,605,338.	78,122,897.
Northgate Venture Partners VI	COST	2,333,434.	3,637,850.
Axiom Emerging Markets	COST	16,129,587.	19,135,277.
Marathon European Cr. Opp. II	COST	3,520,000.	2,274,584.



Gates Family Foundation

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SVSS Feeder Fund III	COST	2,370,279.	4,625,604.
Colorado Impact fund	COST	2,151,118.	2,748,859.
JLL Partners Fund VII	COST	2,743,112.	3,815,868.
Accolade Partners V	COST	1,847,996.	2,631,059.
Horsley Bridge XI Venture Fund	COST	3,659,351.	4,206,659.
Horsley Bridge XII Venture Fund	COST	1,777,687.	1,788,514.
Tortoise Commingled MLP Fund	COST	12,204,207.	10,488,529.
Veritas Capital Fund VI	COST	3,375,395.	3,279,548.
Monarch Capital Partners Offshore IV		3,291,959.	3,575,221.
William Blair DFS	COST	20,090,878.	17,027,105.
Longleaf Partners FDS	COST	20,893,591.	16,968,326.
Reach II	COST	220,000.	196,248.
Lyme Forest Fund V	COST	422,227.	404,471.
Tailwind Capital Partners III	COST	611,536.	668,483.
Total to Form 990-PF, Part II, line 13		256,189,599.	307,973,326.

Form 990-PF Depreciation of Assets Not Held for Investment Statement 11

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
Land	324,554.	0.	324,554.
Buildings and improvements	5,284,412.	1,830,688.	3,453,724.
Furniture	160,154.	44,967.	115,187.
Total To Fm 990-PF, Part II, ln 14	5,769,120.	1,875,655.	3,893,465.

Form 990-PF

Transfers to Controlled Entities  
Part VII-A, Line 11

Statement 12

Name of Controlled Entity

Employer ID No

Hover HSH, LLC

46-0744051

Address

1390 Lawrence Street, Suite 400  
Denver, CO 80204

Description of Transfer

Transfer of funds for building renovation costs.

Amount  
of Transfer

1,149,892.

Total Amount of Transfers to Controlled Entities

1,149,892.

Form 990-PF

Transfers From Controlled Entities  
Part VII-A, Line 11

Statement 13

Name of Controlled Entity

Employer ID No

Hover HSH, LLC

46-0744051

Address

1390 Lawrence Street, Suite 400  
Denver, CO 80204

Description of Transfer

Net tenant income distributions.

Amount  
of Transfer

396,994.

Total Amount of Transfers from Controlled Entities

396,994.

Form 990-PF Schedule of Controlled Entities Statement 14  
Part VII-A, Line 11

Name of Controlled Entity Employer ID No  
Hover HSH, LLC 46-0744051

Address Excess Business Holding [] Yes [] No  
1390 Lawrence Street, Suite 400  
Denver, CO 80204

Form 990-PF Part VIII - List of Officers, Directors Trustees and Foundation Managers Statement 15

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
Lauren Davis 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Chair 1.50	0.	0. 0.
Dane Harbaugh 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Vice Chair 1.50	0.	0. 0.
Doris J. Biester 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Treasurer 1.50	0.	0. 0.
Richard G. Keily 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Trustee 1.50	0.	0. 0.
Richard C. Celeste 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Trustee 1.50	0.	0. 642.
Wesley Brown 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Trustee 1.50	0.	0. 0.

Gates Family Foundation

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Wally Obermeyer 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Trustee 1.50	0.	0.	0.
Thomas A. Gougeon 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	President, Secretary 40.00	335,000.	62,735.	1,740.
Susan N. Dorsey 1390 Lawrence Street, Ste. 400 Denver, CO 80204-2081	Sr. VP Finance, Admin & Impact Invstg 40.00	162,000.	40,645.	0.
Totals included on 990-PF, Page 6, Part VIII		<u>497,000.</u>	<u>103,380.</u>	<u>2,382.</u>



Grantee's Name

Gates Biomanufacturing Facility Support Foundation

Grantee's Address

12800 East 19th Avenue, #8119  
Aurora, CO 80045

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
100,000.	10/30/15	100,000.	02/19/19

Purpose of Grant

Complete funding needed to fully equip the facility.

Dates of Reports by Grantee

No reports remaining.

Any Diversion by Grantee

No

Results of Verification

Funds spent as awarded.

Grantee's Name

Grand County Higher Education

Grantee's Address

PO Box 1951  
Granby, CO 80446

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
20,000.	10/31/17	20,000.	06/01/18

Purpose of Grant

Support Student to Career Opportunity Initiative.

Dates of Reports by Grantee

No reports remaining.

Any Diversion by Grantee

No

Results of Verification

Funds spent as awarded.



Grantee's Name

Gates Grubstake Fund

Grantee's Address

3575 Cherry Creek North Drive  
Denver, CO 80209

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
1,150,000.	02/28/17	1,150,000.	02/20/18

Purpose of Grant

To fund research and administrative support.

Dates of Reports by Grantee

No reports remaining.

Any Diversion by Grantee

No

Results of Verification

Funds spent as awarded.

Grantee's Name

Gates Grubstake Fund

Grantee's Address

3575 Cherry Creek North Drive  
Denver, CO 80209

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
1,050,000.	02/09/18	1,050,000.	02/15/19

Purpose of Grant

To fund research and administrative support.

Dates of Reports by Grantee

No reports remaining.

Any Diversion by Grantee

No

Results of Verification

Funds spent as awarded.

Grantee's Name

Gates Biomanufacturing Facility Support Foundation

Grantee's Address

12800 East 19th Avenue, #8119  
Aurora, CO 80045

<u>Grant Amount</u>	<u>Date of Grant</u>	<u>Amount Expended</u>	<u>Verification Date</u>
500,000.	10/15/18	180,693.	02/19/19

Purpose of Grant

For new equipment for the Gates Biomanufacturing Facility.

Dates of Reports by Grantee

12/31/19

Any Diversion by Grantee

No

Results of Verification

Funds spent as awarded.

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Form 990-PF	Summary of Program-Related Investments	Statement 17
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Description

The Foundation entered into a loan fund agreement with Enterprise Community Loan Fund, Inc. in 2014 to provide funding for the acquisition of properties located close to public transportation in Denver, Colorado. The Foundation made additional loans totaling \$513,669 in 2018.

Amount

To Form 990-PF, Part IX-B, line 1

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513,669.

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Form 990-PF	Summary of Program-Related Investments	Statement 18
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Description

The Foundation entered into a loanfund agreement with Greeline Leverage Loan fund II, LLC in 2018 to provide funding to small businessess with targeted objectives including job creation, training programs, enhanced benefits packages, minority or women-ownership, reductions in environmental impacts and other forms of assistance to low-income workers. The Foundation made loans totaling \$177,344 in 2018.

Amount

To Form 990-PF, Part IX-B, line 2

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177,344.

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Form 990-PF

Grant Application Submission Information  
Part XV, Lines 2a through 2d

Statement 19

Name and Address of Person to Whom Applications Should be Submitted

N/A

Name of Grant Program

Capital Grants

Form and Content of Applications

Capital grant applicants should use the Common Grant Application available on the Foundation's website: [www.gatesfamilyfoundation.org](http://www.gatesfamilyfoundation.org). All other types of grants are by initiative of the Foundation only.

Any Submission Deadlines

Proposal deadlines: January 15, April 1, July 1, October 1.

Restrictions and Limitations on Awards

The Foundation supports capital projects, which are typically building purchase, construction, expansion, renovation, and/or land acquisition, as well as other forms of initiated grant making for capital, program, operating and other purposes in four priority areas - P-12 Education, Natural Resources, Rural Communities and Urbanism. The Foundation also makes recyclable commitments of capital in the form of Program Related Investments in support of its objectives in the four priority areas for initiated activity.

# Auditors Annual Report Detailed 2018

Form 990-PF, Part XV Line a-Grants and contributions paid  
 Form 990-PF, Part XV Line b-Approved for future payment  
 25 January 2019

84-0474837  
 Statement 20

Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>Chief Theater</b> P O Box 776121 Steamboat Springs, CO 80477	Unrestricted	PC	10,000	-	-	-	-	-
<b>Grand Encampment Museum, Inc.</b> P O Box 43 Encampment, WY 82325	Unrestricted	PC	5,000	-	-	-	-	-
<b>Opera Steamboat</b> P O, Box 775576 Steamboat Springs, CO 80477-5576	Unrestricted	PC	15,000	-	-	-	-	-
<b>Steamboat Art Museum</b> P O Box 883434 Steamboat Springs, CO 80488	Unrestricted	PC	10,000	-	-	-	-	-
<b>Strings Music Festival</b> P O Box 774627 Steamboat Springs, CO 80477	Unrestricted	PC	20,000	-	-	-	-	-
<b>Tread of Pioneers Historical Commission</b> P O Box 772372 Steamboat Springs, CO 80477	Unrestricted	PC	25,000	-	-	-	-	-
<b>Community Agriculture Alliance Inc</b> P O Box 774134 Steamboat Springs, CO 80477	Unrestricted	PC	15,000	-	-	-	-	-
<b>Cate School</b> P O Box 5005 Carpinteria, CA 93014-5005	Unrestricted	PC	20,000	-	-	-	-	-
<b>Colorado State University</b> 410 University Services Center 1680 Campus Deliver Fort Collins, CO 80522-1870	Scholarships/Fellowships	PC	60,000	-	-	-	-	-
<b>American Foreign Policy Council</b> 509 C St NE Washington, DC 20002-5809	Unrestricted	PC	10,000	-	-	-	-	-
<b>Animal Assistance League of Northwest</b> Colorado P O Box 776298 Steamboat Springs, CO 80477	Unrestricted	PC	20,000	-	-	-	-	-
<b>Arise Rwanda Ministries</b> 8333 Se Stark St Portland, OR 97216-1135	Unrestricted	PC	7,000	-	-	-	-	-
<b>Born Free Wildlife Rehabilitation</b> P O Box 772096 Steamboat Springs, CO 80477	Unrestricted	PC	20,590	-	-	-	-	-
<b>Denver Dumb Friends League</b> 2080 South Quebec Street Denver, CO 80231	Project Support	PC	5,590	-	-	-	-	-
<b>Routt County Search and Rescue</b> PO Box 772837 Steamboat Springs, CO 80477	Unrestricted	PC	15,000	-	-	-	-	-

# Auditors Annual Report Detailed 2018

Form 990-PF, Part XV Line a-Grants and contributions paid  
 Form 990-PF, Part XV Line b-Approved for future payment  
 25 January 2019

84-0474837  
 Statement 20

Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>Tonto Rim Search and Rescue Squad</b> P O Box 357 Pine, AZ 85544	Unrestricted	PC	15,000	-	-	-	-	-
<b>Roundup Riders of the Rockies Heritage &amp; Trails Foundation</b> 823 South Perry Street, Suite 120 Castle Rock, CO 80104	Unrestricted	PC	2,000	-	-	-	-	-
<b>Yampa River Botanical Park C/O YVCF</b> P O Box 881869 Steamboat Springs, CO 80477	Unrestricted	PC	15,000	-	-	-	-	-
<b>Camp Kesem</b> P O Box 452 Culver City, CA 90232	Operating	PC	22,000	-	-	-	-	-
<b>Colorado West Mental Health Center</b> P O Box 774706 Steamboat Springs, CO 80477	Operating	PC	25,000	-	-	-	-	-
<b>Dueker Ranch</b> 815 South Rochester Mesa, AZ 85206	Unrestricted	PC	25,000	-	-	-	-	-
<b>Gates Center for Regenerative Medicine</b> 1800 Grant St Ste 725 Denver, CO 80203-1114	Project Support	PC	75,000	-	-	-	-	-
<b>Reaching Everyone Preventing Suicide, Inc.</b> P O Box 773324 Steamboat Springs, CO 80477	Unrestricted	PC	25,000	-	-	-	-	-
<b>Rim Country Rotary Foundation</b> P O, Box 703 Payson, AZ 85547	Project Support	PC	14,590	-	-	-	-	-
<b>Vanguard Cancer Foundation</b> 750 East 29th Street Long Beach, CA 90806	Project Support	PC	5,000	-	-	-	-	-
<b>Yampa Valley Autism Program</b> P O Box 771824 Steamboat Springs, CO 80477	Unrestricted	PC	12,000	-	-	-	-	-
<b>Museum of Contemporary Art</b> 1485 Delgany Street Denver, CO 80202	Unrestricted	PC	54,197	-	-	-	-	-
<b>Museum of Glass</b> 1801 Dock Street Tacoma, WA 98402-3217	Unrestricted	PC	5,000	-	-	-	-	-
<b>Pratt Fine Arts Center</b> 1902 South Main Street Seattle, WA 98144	Unrestricted	PC	5,000	-	-	-	-	-
<b>Colorado Academy</b> 3800 South Pierce Street Denver, CO 80235	Operating	PC	2,000	-	-	-	-	-

# Auditors Annual Report Detailed 2018

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Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>Duke School</b> 3716 Erwin Road Durham, NC 27705	Unrestricted	PC	18,000	-	-	-	-	-
<b>Graland Country Day School</b> 55 Clermont St Denver, CO 80220-5600	Unrestricted	PC	5,000	-	-	-	-	-
<b>Kent Denver Country Day School</b> 4000 E Quincy Avenue Englewood, CO 80110	Operating	PC	2,000	-	-	-	-	-
<b>Pilchuck Glass School</b> 240 2nd Ave S, Suite 100 Seattle, WA 98104	Unrestricted	PC	8,000	-	-	-	-	-
<b>School in the Woods Montessori School</b> 1370 South Race Street Denver, CO 80210	Unrestricted	PC	7,000	-	-	-	-	-
<b>Denver Zoological Foundation</b> 2300 Steele Street Denver, CO 80205	Annual Campaign Support	PC	2,000	-	-	-	-	-
<b>Americas for Conservation and the Arts</b> 1942 Broadway, Suite 210 Boulder, CO 80302	Project Support	PC	30,000	-	-	-	-	-
<b>Artspace Projects, Inc.</b> 250 Third Ave N, Suite 400 Minneapolis, MN 55401	Project Support	PC	50,000	50,000	50,000	-	-	-
<b>Aurora Cultural Arts District</b> 1400 Dallas Street Aurora, CO 80010	Project Support	PC	18,000	-	-	-	-	-
<b>BikeDenver</b> 3000 Lawrence Street, Suite 112 Denver, CO 80205	Project Support	PC	12,500	12,500	-	-	-	-
<b>City Parks Alliance</b> 1777 Church Street, NW Washington, DC 20036	Convening	PC	10,000	-	-	-	-	-
<b>CityCraft Integrated Research Center</b> 1001 Bannock Street, Suite 118 Denver, CO 80204	Project Support	PC	75,000	-	-	-	-	-
<b>CityCraft Integrated Research Center</b> 1001 Bannock Street, Suite 118 Denver, CO 80204	Project Support	PC	42,000	-	-	-	-	-
<b>Colorado Association of Funders</b> P O Box 48149 Denver, CO 80204	Project Support	PC	10,000	10,000	-	-	-	-
<b>Colorado State University</b> 410 University Services Center 1680 Campus Deliver Fort Collins, CO 80522-1870	Technical Assistance	PC	37,500	-	-	-	-	-



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Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>Denver Civic Ventures</b> 1515 Arapahoe Street, Tower 3 Suite 100 Denver, CO 80202	Construction	PC	40,000	-	-	-	-	-
<b>Denver Urban Gardens</b> 1031 33rd Street, Suite 100 Denver, CO 80205	Project Support	PC	19,500	22,500	-	-	-	-
<b>East Denver Colfax Partnership Inc</b> 35 Eudora Street Denver, CO 80220	Project Support	PC	-	30,000	30,000	-	-	-
<b>Elevation Community Land Trust</b> 305 Park Ave W Denver, CO 80205	Project Support	SO	75,000	75,000	75,000	75,000	75,000	-
<b>Enterprise Community Partners Inc.</b> 70 Corporate Center 11000 Broken Land Parkway, Suite 700 Columbia, MD 21044	Project Support	PC	-	50,000	-	-	-	-
<b>Healthy Community Food Systems</b> 2727 CR 134 Hesperus, CO 81326	Project Support	PC	30,000	-	-	-	-	-
<b>High Country News</b> P O Box 1090 Paonia, CO 81428	Project Support	PC	50,000	-	-	-	-	-
<b>LiveWell Colorado</b> 1490 Lafayette Street, Suite 404 Denver, CO 80218	Project Support	PC	-	40,000	-	-	-	-
<b>Metro Denver Mobility Choice Blueprint</b> 1445 Market Street 4th Floor Denver, CO 80202	Project Support	PC	25,000	-	-	-	-	-
<b>Mile High Connects</b> c/o The Denver Foundation 55 Madison Street, 8th Floor Denver, CO 80206-5419	Project Support	PC	75,000	75,000	-	-	-	-
<b>Montezuma Orchard Restoration Project</b> P O Box 1556 Cortez, CO 81321	Project Support	PC	20,000	20,000	20,000	-	-	-
<b>Radian   Placematters, Inc.</b> 2701 Lawrence Street, #3 Denver, CO 80205	Project Support	PC	24,000	-	-	-	-	-
<b>Redline Contemporary Art Center</b> 2350 Arapahoe Street Denver, CO 80205	Project Support	PC	20,000	20,000	20,000	-	-	-
<b>Rocky Mountain Farmers Union Educational and Charitable Foundation</b> 7900 East Union Ave , Suite 200 Englewood, CO 80237	Project Support	PC	50,000	-	-	-	-	-

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Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>San Luis Valley Local Foods Coalition</b> P O Box 181 412 State Ave Alamosa, CO 81101	Project Support	PC	25,000	25,000	-	-	-	-
<b>Streetsblog Denver</b> 789 Sherman Street Suite 250 Denver, CO 80203	Project Support	PC	35,000	-	-	-	-	-
<b>Streetsblog Denver</b> 789 Sherman Street Suite 250 Denver, CO 80203	Project Support	PC	-	35,000	35,000	35,000	-	-
<b>Trust For Public Land</b> 101 Montgomery St Ste 900 San Francisco, CA 94104-4148	Construction	PC	50,000	50,000	-	-	-	-
<b>University of Colorado Foundation</b> 1800 Grant Street, Suite 725 Denver, CO 80203	Project Support	PC	10,000	20,000	-	-	-	-
<b>WalkDenver</b> 1536 Wynkoop - Denver, CO 80202	Project Support	PC	25,000	25,000	-	-	-	-
<b>West Colfax Business Improvement District</b> 3275 West 14th Ave, #202 Denver, CO 80204	Project Support	GOVT	26,000	-	-	-	-	-
<b>A+ Colorado</b> 789 Sherman Street, Suite 250 Denver, CO 80203	Operating	PC	60,000	60,000	-	-	-	-
<b>America Succeeds</b> 1390 Lawrence Street, Suite 200 Denver, CO 80204	Operating	PC	124,000	128,000	-	-	-	-
<b>Bellwether Education Partners Inc.</b> 517 Boston Post Road, #171 Sudbury, MA 01776	Project Support	PC	40,000	-	-	-	-	-
<b>Chalkbeat</b> 1239 Broadway, Suite 703B New York, NY 10001	Operating	PC	75,000	75,000	-	-	-	-
<b>Charter Board Partners</b> P O Box 73215 Washington, DC 20056	Project Support	PC	20,000	-	-	-	-	-
<b>Civic Canopy</b> 3532 Franklin St Suite H Denver, CO 80205-3961	Project Support	PC	40,000	-	-	-	-	-
<b>Climb Higher Colorado</b> 711 Park Ave West, Suite 200 Denver, CO 80205	Project Support	PC	40,000	-	-	-	-	-
<b>Colorado Charter Facility Solutions</b> 1390 Lawrence Street, Suite 200 Denver, CO 80204	Project Support	PC	40,000	40,000	-	-	-	-

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Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
<b>Colorado Children's Campaign</b> 1580 Lincoln Street, Suite 420 Denver, CO 80203	Project Support	PC	50,000	50,000	-	-	-	-
<b>Colorado Education Organizing Funder Collaborative (CEO)</b> 600 S Cherry St , Suite 1200 Denver, CO 80246-1712	Operating	PC	60,000	-	-	-	-	-
<b>Colorado Future Farmers of America Foundation</b> P O Box 1000 Greeley, CO 80632	Project Support	PC	15,000	15,000	-	-	-	-
<b>Colorado Industrial Areas Foundation</b> 9087 East Floyd Place Denver, CO 80231	Project Support	PC	30,250	-	-	-	-	-
<b>Colorado League of Charter Schools</b> 2696 South Colorado Blvd , Suite 250 Denver, CO 80222	Operating	PC	40,000	40,000	-	-	-	-
<b>Colorado Public Radio/KCFR</b> 7409 South Alton Court Centennial, CO 80112	Operating	PC	25,000	-	-	-	-	-
<b>Colorado Succeeds</b> 1390 Lawrence St , Suite 200 Denver, CO 80204	Project Support	PC	30,000	-	-	-	-	-
<b>Colorado Youth Congress</b> 3553 North Race Street Denver, CO 80205	Project Support	PC	60,000	-	-	-	-	-
<b>Edgewater Collective</b> 2483 Otis Court Edgewater, CO 80214	Project Support	PC	27,500	-	-	-	-	-
<b>Education Reform Now</b> 1390 Lawrence Street, Suite 200 Denver, CO 80204	Operating	PC	75,000	75,000	-	-	-	-
<b>Empower Schools, Inc</b> 50 Milk Street, 16th Floor Boston, MA 02109	Operating	PC	21,519	-	-	-	-	-
<b>Grassroots Foundation, Inc</b> P O Box 3 6671 US Highway 36 Joes, CO 80822	Project Support	PC	20,000	20,000	-	-	-	-
<b>Jefferson County School District</b> 1829 Denver West Drive, #27 Golden, CO 80401	Project Support	GOVT	40,000	-	-	-	-	-
<b>Keystone Center</b> 1628 Saints John Rd Keystone, CO 80435-7714	Project Support	PC	40,000	60,000	-	-	-	-
<b>Lake County School District R-1</b> 107 Spruce Street Leadville, CO 80461	Project Support	GOVT	100,000	50,000	-	-	-	-

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Form 990-PF, Part XV Line a-Grants and contributions paid  
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Organization	Type of Support	Notes	2018	2019	2020	2021	2022	2023
Mesa County Valley School District #51 2115 Grand Ave Grand Junction, CO 81501	Project Support	GOVT	125,000	-	-	-	-	-
National Black Child Development Institute P O Box 371591 Denver, CO 80237	Project Support	PC	25,000	-	-	-	-	-
RISE Colorado 1595 Elmira Street 201 Aurora, CO 80010	Project Support	PC	-	60,000	-	-	-	-
Roaring Fork School District 1405 Grant Ave Glenwood Springs, CO 81601	Project Support	GOVT	10,000	-	-	-	-	-
Rocky Mountain Preparatory School 7808 Cherry Creek South Dr #3-300 Denver, CO 80231	Construction	PC	300,000	-	-	-	-	-
Rocky Mountain Preparatory School 7808 Cherry Creek South Dr #3-300 Denver, CO 80231	Building purchase	PC	5,000	-	-	-	-	-
RootED 1390 Lawrence Street, Suite 200 Denver, CO 80204	Operating	PC	300,000	-	-	-	-	-
RootED 1390 Lawrence Street, Suite 200 Denver, CO 80204	Operating	PC	4,000	-	-	-	-	-
RootED 1390 Lawrence Street, Suite 200 Denver, CO 80204	Project Support	PC	-	500,000	-	-	-	-
Roots Elementary School 3350 Hudson Street Denver, CO 80207	Research	PC	80,000	-	-	-	-	-
Teach For America 1391 Speer Blvd, Suite 710 Denver, CO 80204	Operating	PC	220,000	-	-	-	-	-
Teach For America 1391 Speer Blvd, Suite 710 Denver, CO 80204	Project Support	PC	-	100,000	-	-	-	-
Valley Settlement Project 520 S Third Street Suite 9 Carbondale, CO 81623	Project Support	PC	30,000	50,000	-	-	-	-
Young Aspiring Americans for Social and Political Activism P O Box 202092 Denver, CO 80220	Project Support	PC	25,000	-	-	-	-	-
American Forest Foundation 2000 M Street NW, Suite 550 Washington, DC 20036	Project Support	PC	124,000	-	-	-	-	-

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<b>Center for ReSource Conservation</b> 2639 Spruce Street Boulder, CO 80302	Project Support	PC	25,000	-	-	-	-	-
<b>Central Colorado Conservancy</b> P O Box 942 Salida, CO 81201	Project Support	PC	63,158	-	-	-	-	-
<b>Coalition for the Upper South Platte</b> P O Box 726 Lake George, CO 80827	Publication and dissemination	PC	20,000	-	-	-	-	-
<b>Colorado Forum Fund</b> 511 16th Street, Suite 210 Denver, CO 80202	Project Support	PC	80,000	-	-	-	-	-
<b>Colorado Fourteeners Initiative</b> 1600 Jackson Street, Suite 205 Golden, CO 80401	Project Support	PC	45,000	-	-	-	-	-
<b>Colorado Open Lands</b> 1546 Cole Blvd , #200 Lakewood, CO 80401	Land Purchase	PC	-	137,000	-	-	-	-
<b>Colorado Open Lands</b> 1546 Cole Blvd , #200 Lakewood, CO 80401	Technical Assistance	PC	75,000	-	-	-	-	-
<b>Colorado Open Lands</b> 1546 Cole Blvd , #200 Lakewood, CO 80401	Project Support	PC	75,000	-	-	-	-	-
<b>Colorado West Land Trust</b> 1006 Main Street Grand Junction, CO 81501	Operating	PC	95,000	-	-	-	-	-
<b>Conservation Fund</b> 1655 North Fort Myer Drive, Suite 1300 Arlington, VA 22209	Conference/Seminar	PC	25,000	-	-	-	-	-
<b>Conservation Lands Foundation</b> 835 East 2nd Ave , Suite 314 Durango, CO 81301	Land Purchase	PC	100,000	-	-	-	-	-
<b>Denver Water</b> 1600 West 12th Ave Denver, CO 80204	Project Support	GOVT	100,000	-	-	-	-	-
<b>Dolores River Boating Advocates</b> P O Box 1173 Dolores, CO 81323-1173	Project Support	PC	70,000	-	-	-	-	-
<b>Heart J Center for Experiential Learning</b> 2939 N County Road 31D Loveland, CO 80538	Project Support	PC	30,000	-	-	-	-	-
<b>Lefthand Watershed Oversight Group</b> P O Box 1074 Niwot, CO 80544-0210	Project Support	PC	42,500	-	-	-	-	-
<b>Lincoln Institute of Land Policy</b> 11010 North Tatum Blvd , Suite D101 Phoenix, AZ 85028	Project Support	POF	40,000	-	-	-	-	-

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<b>Outdoor Alliance</b> P O Box 66041 Washington, DC 20035	Project Support	PC	65,000	-	-	-	-	-
<b>Palmer Land Trust</b> P O Box 1281 Colorado Springs, CO 80901	Land Purchase	PC	275,000	-	-	-	-	-
<b>Palmer Land Trust</b> P O Box 1281 Colorado Springs, CO 80901	Land Purchase	PC	60,000	-	-	-	-	-
<b>Rio Grande Headwaters Land Trust</b> P O Box 444 Del Norte, CO 81132	Land Purchase	PC	65,000	440,000	100,000	-	-	-
<b>River Network</b> P O Box 21387 Boulder, CO 80308	Project Support	PC	100,000	100,000	-	-	-	-
<b>RiversEdge West</b> P O Box 1907 Grand Junction, CO 81502	Project Support	PC	30,000	-	-	-	-	-
<b>Rocky Mountain Youth Corps</b> 991 Captian Jack Drive Steamboat Springs, CO 80487	Project Support	PC	-	50,000	50,000	-	-	-
<b>Sand County Foundation, Inc.</b> 131 West Wilson Street, Suite 610 Madison, WI 53703-3265	Project Support	PC	13,000	-	-	-	-	-
<b>Sonoran Institute</b> 100 N Stone Ave , Suite 400 Tucson, AZ 85701	Project Support	PC	100,000	-	-	-	-	-
<b>Theodore Roosevelt Conservation Partnership</b> 529 14th Street NW, Suite 500 Washington, DC 20045	Project Support	PC	75,000	75,000	-	-	-	-
<b>Volunteers for Outdoor Colorado</b> 600 South Marion Parkway Denver, CO 80209	Project Support	PC	40,000	-	-	-	-	-
<b>Western Landowners Alliance</b> P O Box 6278 Santa Fe, NM 87502	Project Support	PC	75,000	75,000	-	-	-	-
<b>Western Resource Advocates</b> 2260 Baseline Rd , #200 Boulder, CO 80302	Project Support	PC	100,000	-	-	-	-	-
<b>Windward Fund - Water Funders Initiative</b> 1201 Connecticut Ave , Suite 300 Washington, DC 20036	Operating	PC	125,000	-	-	-	-	-
<b>A+ Colorado</b> 789 Sherman Street, Suite 250 Denver, CO 80203	Convening	PC	5,000	-	-	-	-	-

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<b>University of Denver</b> University Advancement 2190 E Asbury Avenue Denver, CO 80208	Project Support	PC	85,000	-	-	-	-	-
<b>Greenline Ventures LLC</b> 1324 15th Street Denver, CO 80202	PRI	PRI	-	822,656	-	-	-	-
<b>Enterprise Community Partners Inc</b> 70 Corporate Center 11000 Broken Land Parkway, Suite 700 Columbia, MD 21044	Project Support	PC	-	267,594	-	-	-	-
<b>AXL Academy</b> 14100 E Jewell Ave Aurora, CO 80012-6907	Renovation	PC	-	250,000	-	-	-	-
<b>Colorado Charter Facility Solutions</b> 1390 Lawrence Street, Suite 200 Denver, CO 80204	Program-related Investment	PC	-	3,125,000	1,875,000	-	-	-
<b>Butte Theater</b> P O Box 743 Cripple Creek, CO 80813	Renovation	PC	-	50,000	-	-	-	-
<b>Creede Repertory Theatre</b> P O Box 269 Creede, CO 81130	Renovation	PC	10,000	-	-	-	-	-
<b>Cumbres &amp; Toltec Scenic Railroad Commission</b> P O Box 668 Antonito, CO 81120	Renovation	GOVT	25,000	-	-	-	-	-
<b>Eastern Colorado Historical Society</b> P O Box 771 Cheyenne Wells, CO 80810-7771	Renovation	PC	-	-	-	-	-	-
<b>Grand Mesa Arts Center</b> P O Box 583 Cedaredge, CO 81413	Renovation	PC	30,000	-	-	-	-	-
<b>Historic Fraser, Inc.</b> P O Box 205 Fraser, CO 80442-205	Renovation	PC	15,000	-	-	-	-	-
<b>Historic Georgetown</b> P O Box 667 Georgetown, CO 80444-0667	Renovation	PC	30,000	-	-	-	-	-
<b>KUTE, Inc.</b> P O Box 737 Ignacio, CO 81137-0737	Renovation	PC	35,000	-	-	-	-	-
<b>Lone Cone Library District</b> P O Box 127 Norwood, CO 81423	Construction	GOVT	50,000	-	-	-	-	-
<b>Luttrell Barn Cultural Center Foundation</b> P O Box 1193 Craig, CO 81626	Renovation	PC	21,000	-	-	-	-	-

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<b>Lyons Regional Library</b> P O Box 2505 Lyons, CO 80540	Construction	PC	40,000	-	-	-	-	-
<b>Museum of Contemporary Art</b> 1485 Delgany Street Denver, CO 80202	Renovation	PC	60,000	-	-	-	-	-
<b>National Museum of World War II Aviation, Inc.</b> 755 Aviation Way Colorado Springs, CO 80916	Construction	PC	-	50,000	25,000	-	-	-
<b>Rocky Mountain Public Broadcasting</b> 1089 Bannock St Denver, CO 80204-4036	Construction	PC	50,000	50,000	50,000	-	-	-
<b>Big Green (The)</b> 1637 Pearl Street, Suite 201 Boulder, CO 80302	Construction	PC	20,000	-	-	-	-	-
<b>Bridges to Prosperity, Inc.</b> 1031 33rd Street, #170 Denver, CO 80205	Construction	PC	-	35,000	-	-	-	-
<b>Community Resource Center</b> 789 Sherman Street, Suite 210 Denver, CO 80203	Operating	PC	10,000	-	-	-	-	-
<b>Community Resource Center</b> 789 Sherman Street, Suite 210 Denver, CO 80203	Project Support	PC	10,000	-	10,000	10,000	-	-
<b>Costilla County Economic Development Council</b> P O Box 9 San Luis, CO 81152	Renovation	PC	-	30,000	-	-	-	-
<b>Denver Urban Gardens</b> 1031 33rd Street, Suite 100 Denver, CO 80205	Project Support	PC	98,000	-	-	-	-	-
<b>District One</b> 129 Kansas Ave Walsenburg, CO 81089	Renovation	PC	25,000	-	-	-	-	-
<b>Elevation Community Land Trust</b> 305 Park Ave W Denver, CO 80205	Project Support	SO	175,000	175,000	175,000	175,000	175,000	-
<b>Mesa County Valley School District #51</b> 2115 Grand Ave Grand Junction, CO 81501	Project Support	GOVT	30,500	-	-	-	-	-
<b>National Western Stock Show</b> 4655 Humboldt Street Denver, CO 80216	Construction	PC	250,000	-	-	-	-	-
<b>National Western Stock Show</b> 4655 Humboldt Street Denver, CO 80216	Construction	PC	50,000	-	50,000	50,000	50,000	50,000



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<b>Re: Vision</b> 3800 Morrison Road Denver, CO 80219	Project Support	PC	50,000	-	-	-	-	-
<b>Southeast Colorado Creative Partnership</b> 422 San Juan Ave La Junta, CO 81050	Renovation	PC	-	50,000	-	-	-	-
<b>Academy of Advanced Learning</b> 2575 Heathrow Drive Colorado Springs, CO 80920	Renovation	PC	50,000	-	-	-	-	-
<b>Archuleta County Education Center</b> P O Box 1079 Pagosa Springs, CO 81147	Renovation	PC	-	40,000	-	-	-	-
<b>Atlas Preparatory School</b> 1602 South Murray Blvd Colorado Springs, CO 80916	Renovation	PC	35,000	-	-	-	-	-
<b>Aurora Public Schools</b> 15701 East 1st Ave, Suite 206 Aurora, CO 80011	Construction	GOVT	-	250,000	250,000	250,000	250,000	-
<b>Bent County Board of County Commissioners</b> P O Box 350 Las Animas, CO 81054	Construction	GOVT	25,000	-	-	-	-	-
<b>Big Sandbox LLC (The)</b> 777 Fillmore Street Denver, CO 80206	Renovation	PC	9,668	2,832	-	-	-	-
<b>Colorado College</b> 14 East Cache La Poudre Street Colorado Springs, CO 80903	Construction	PC	-	100,000	-	-	-	-
<b>Early Connections Learning Centers</b> 104 E Rio Grande Colorado Springs, CO 80903	Renovation	PC	20,000	-	-	-	-	-
<b>Emily Griffith Foundation</b> 1860 Lincoln Street, Suite 605 Denver, CO 80203	Construction	PC	25,000	-	-	-	-	-
<b>Environmental Learning for Kids</b> 14460 E 50th Avenue Denver, CO 80239	Construction	PC	-	125,000	-	-	-	-
<b>Family Star</b> 2246 Federal Blvd Denver, CO 80211	Renovation	PC	25,000	-	-	-	-	-
<b>Harvard University, John F. Kennedy School of Government</b> P O Box 415649 Cambridge, MA 02138-5366	Scholarships/Fellowships	PC	94,500	-	-	-	-	-
<b>Harvard University, John F. Kennedy School of Government</b> P O Box 415649 Cambridge, MA 02138-5366	Scholarships/Fellowships	PC	-	111,700	111,700	111,700	-	-

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<b>Keystone Science School Inc.</b> 10535 Soda Ridge Road Keystone, CO 80435	Construction	PC	90,000	-	-	-	-	-
<b>Limon Child Development Center</b> P O Box 880 Limon, CO 80828	Renovation	PC	40,000	-	-	-	-	-
<b>National Wildlife Federation</b> 11100 Wildlife Center Drive Reston, VA 20190	Construction	PC	60,000	60,000	-	-	-	-
<b>New Legacy Charter High School</b> 2091 Dayton St Aurora, CO 80010	Building purchase	PC	100,000	150,000	-	-	-	-
<b>Paradox Valley School</b> P O Box 420 (mailing address) Paradox, CO 81429	Renovation	PC	20,000	-	-	-	-	-
<b>Qualistar Early Learning</b> 3607 Martin Luther King Blvd Denver, CO 80205	Construction	PC	100,000	100,000	100,000	-	-	-
<b>Ricardo Flores Magon Academy</b> 5301 Lowell Blvd Denver, CO 80221	Construction	PC	50,000	75,000	75,000	-	-	-
<b>RISE Colorado</b> 1595 Elmira Street 201 Aurora, CO 80010	Building purchase	PC	-	100,000	-	-	-	-
<b>Rise School (The)</b> 4901 East Eastman Ave Denver, CO 80222	Renovation	PC	-	35,000	-	-	-	-
<b>Rocky Mountain Public Broadcasting</b> 1089 Bannock St Denver, CO 80204-4036	Operating	PC	70,000	70,000	70,000	-	-	-
<b>Walking Mountains Science Center</b> PO Box 9469 318 Walking Mountains Lane Avon, CO 81620	Construction	PC	75,000	-	-	-	-	-
<b>YouthPower365</b> P O Box 6550 Avon, CO 81620	Vehicle purchase	PC	30,000	-	-	-	-	-
<b>Central Colorado Conservancy</b> P O Box 942 Salida, CO 81201	Land Purchase	PC	75,000	-	-	-	-	-
<b>Colorado Agricultural Leadership Foundation</b> P O Box 581 Castle Rock, CO 80104	Land Purchase	PC	-	-	50,000	-	-	-
<b>Colorado West Land Trust</b> 1006 Main Street Grand Junction, CO 81501	Land Purchase	PC	50,000	-	-	-	-	-

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<b>Greenway Foundation Inc</b> 1855 S Pearl St , Suite 40 Denver, CO 80210	Project Support	PC	-	100,000	-	-	-	-
<b>Montezuma Land Conservancy</b> PO Box 1522 Cortez, CO 81321	Construction	PC	-	60,000	-	-	-	-
<b>City of Fort Collins</b> Natural Areas Department P O Box 580 1745 Hoffman Mill Road Fort Collins, CO 80522	Renovation	GOVT	100,000	-	-	-	-	-
<b>City of Montrose</b> P O Box 790 Montrose, CO 81402	Construction	GOVT	35,000	-	-	-	-	-
<b>Colorado Fourteeners Initiative</b> 1600 Jackson Street, Suite 205 Golden, CO 80401	Construction	PC	70,000	70,000	70,000	-	-	-
<b>Colorado West Land Trust</b> 1006 Main Street Grand Junction, CO 81501	Construction	PC	100,000	-	-	-	-	-
<b>Denver Botanic Gardens</b> 909 York Street Denver, CO 80206	Construction	PC	100,000	50,000	-	-	-	-
<b>Denver Tennis Park, Inc.</b> 44 Cook Street, Suite 255 Denver, CO 80206	Construction	PC	225,000	-	-	-	-	-
<b>Friends of the Gardens on Spring Creek/City of Fort Collins</b> 2145 South Centre Avenue Fort Collins, CO 80526	Construction	PC	50,000	-	-	-	-	-
<b>North Fork Pool, Park and Recreation District</b> P O Box 2093 Hotchkiss, CO 81419	Construction	GOVT	30,000	-	-	-	-	-
<b>North London Mill Preservation, Inc.</b> P O Box 380 Alma, CO 80420	Renovation	PC	11,670	48,330	-	-	-	-
<b>Park People</b> 1510 South Grant Denver, CO 80210	Endowment	PC	-	43,000	-	-	-	-
<b>RE-1 Valley School District</b> 301 Hagen Street Sterling, CO 80751	Renovation	GOVT	30,000	-	-	-	-	-
<b>South Park Schools Foundation</b> P O Box 189 Fairplay, CO 80440	Construction	PC	20,000	-	-	-	-	-

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<b>Steamboat Health and Recreation Association, Inc.</b> P O Box 771211 Steamboat Springs, CO 80477	Construction	PC	50,000	-	-	-	-	-
<b>Trust For Public Land</b> 101 Montgomery St Ste 900 San Francisco, CA 94104-4148	Construction	PC	125,000	-	-	-	-	-
<b>Two Peaks Fitness</b> P O Box 905 La Veta, CO 81055	Building purchase	PC	-	20,000	-	-	-	-
<b>Western Rivers Conservancy</b> 71 SW Oak Street Portland, OR 97204	Land Purchase	PC	-	75,000	-	-	-	-
<b>Atlantis Community, Inc.</b> 201 South Cherokee Street Denver, CO 80223	Construction	PC	20,000	-	-	-	-	-
<b>Attention, Inc.</b> 1443 Spruce Street Boulder, CO 80302	Construction	PC	20,000	-	-	-	-	-
<b>Bethel Community Center</b> 62919 Highway 63 Arriba, CO 80804	Renovation	PC	40,000	-	-	-	-	-
<b>Bridge Emergency Shelter</b> P O Box 56 Cortez, CO 81321	Renovation	PC	80,000	-	-	-	-	-
<b>CASA of the Pikes Peak Region</b> 418 South Weber Street Colorado Springs, CO 80903	Renovation	PC	20,000	-	-	-	-	-
<b>CASA of the Seventh Judicial District, Inc.</b> P O Box 1708 301 North Cascade Ave Montrose, CO 81401-1708	Construction	PC	20,000	-	-	-	-	-
<b>CrossPurpose</b> P O Box 2483 Denver, CO 80207	Renovation	PC	45,000	-	-	-	-	-
<b>Delores Project (The)</b> P O Box 1406 Denver, CO 80201	Equipment/furnishings	PC	20,000	-	-	-	-	-
<b>Energy Resource Center</b> 114 W Rio Grande Street Colorado Springs, CO 80903	Building purchase	PC	15,000	-	-	-	-	-
<b>Faith Family Hospitality of Fort Collins, Inc.</b> P O Box 1765 Fort Collins, CO 80522	Renovation	PC	-	20,000	-	-	-	-
<b>Food Bank for Larimer County</b> 1301 Blue Spruce Fort Collins, CO 80524	Renovation	PC	-	100,000	-	-	-	-

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<b>Gold Crown Foundation</b> 1743 Wazee Street, Suite 300 Denver, CO 80202	Renovation	PC	35,000	-	-	-	-	-
<b>Kiowa County</b> P O Box 100 Eads, CO 81036	Renovation	GOVT	-	30,000	-	-	-	-
<b>Laradon</b> 5100 Lincoln Street Denver, CO 80216	Renovation	PC	90,000	-	-	-	-	-
<b>Meals on Wheels of Boulder</b> 909 Arapahoe Avenue, Suite 121 Boulder, CO 80302-5652	Construction	PC	15,000	-	-	-	-	-
<b>Mountain Family Health Centers</b> 2700 Gilstrap Court, Suite 100 Glenwood Springs, CO 81601	Construction	PC	-	40,000	-	-	-	-
<b>Older Adults Technology Services Inc.</b> 168 7th Street, Suite 3A Brooklyn, NY 11215	Renovation	PC	20,000	-	-	-	-	-
<b>Project Worthmore</b> 1532 Galena Street, Suite 380 Aurora, CO 80010	Renovation	PC	20,000	-	-	-	-	-
<b>Ralston House</b> 10795 West 58th Ave Arvada, CO 80002	Construction	PC	25,000	-	-	-	-	-
<b>Rise Above Violence</b> P O Box 2913 Pagosa Springs, CO 81147	Renovation	PC	10,000	-	-	-	-	-
<b>Rocky Mountain Immigrant Advocacy Network</b> 3489 West 72nd Ave , Suite 211 Westminster, CO 80030	Renovation	PC	-	15,000	-	-	-	-
<b>Steamboat Adaptive Recreational Sports</b> P O Box 770208 Steamboat Springs, CO 80477	Construction	PC	-	50,000	-	-	-	-
<b>STRiVE</b> 950 Grand Avenue Grand Junction, CO 81501-3451	Renovation	PC	50,000	-	-	-	-	-
<b>VFW Post 1 Foundation</b> 841 Santa Fe Drive Denver, CO 80204	Renovation	PC	-	25,000	-	-	-	-
<b>Village Exchange Center</b> 1609 Havana Street Aurora, CO 80010	Renovation	PC	50,000	-	-	-	-	-
<b>YouthZone</b> 803 School Street Glenwood Springs, CO 81601	Renovation	PC	25,000	-	-	-	-	-
<b>United States Olympic Museum</b> P O Box 681 Colorado Springs, CO 80901	Operating	PC	50,000	-	-	-	-	-

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<b>Wings Over The Rockies Air and Space Museum</b> 7711 E Academy Blvd Denver, CO 80230	Capital Fund Support	PC	500,000	500,000	-	-	-	-
<b>Cardigan Mountain School</b> 62 Alumni Dr Canaan, NH 03741-7210	Endowment	PC	-	250,000	250,000	250,000	250,000	-
<b>Cardigan Mountain School</b> 62 Alumni Dr Canaan, NH 03741-7210	Construction	PC	500,000	500,000	-	-	-	-
<b>Cardigan Mountain School</b> 62 Alumni Dr Canaan, NH 03741-7210	Project Support	PC	-	500,000	1,000,000	1,000,000	1,000,000	500,000
<b>Colorado Outward Bound School</b> 5161 Sheridan Blvd Denver, CO 80212	Project Support	PC	250,000	-	-	-	-	-
<b>Graland Country Day School</b> 55 Clermont St Denver, CO 80220-5600	Construction	PC	284,798	-	-	-	-	-
<b>University of Colorado</b> P O Box 1140 Boulder, CO 80306	Operating	PC	200,000	-	-	-	-	-
<b>University of Denver</b> University Advancement 2190 E Asbury Avenue Denver, CO 80208	Operating	PC	2,731,818	2,813,772	-	-	-	-
<b>Colorado State University</b> 410 University Services Center 1680 Campus Deliver Fort Collins, CO 80522-1870	Project Support	PC	133,750	-	-	-	-	-
<b>National Forest Foundation</b> Bldg 27, Ste 3, Fort Missoula Rd Missoula, MT 59804	Project Support	PC	-	-	-	50,000	-	-
<b>Swaner Preserve and EcoCenter</b> 1258 Center Drive Park City, UT 84098	Endowment	PC	-	-	500,000	500,000	-	-
<b>Wyoming Stock Growers Agricultural Land Trust</b> P O Box 268 Cheyenne, WY 82003	Land Purchase	PC	30,000	-	-	-	-	-
<b>Aviation Hall of Fame</b> 1100 Spaatz St Dayton, OH 45433	Operating	PC	50,000	50,000	50,000	-	-	-
<b>National Western Stock Show</b> 4655 Humboldt Street Denver, CO 80216	Construction	PC	500,000	500,000	500,000	500,000	-	-

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<b>Children's Hospital Foundation</b> 13123 East 16th Ave Box 045 Aurora, CO 80045	Research	PC	400,000	750,000	750,000	1,500,000	-	-
<b>Gates Biomanufacturing Facility Support Foundation</b> 12800 East 19th Avenue, Room 8119 Aurora, CO 80045	Equipment/furnishings	POF	500,000	425,000	175,000	-	-	-
<b>Gates Center for Regenerative Medicine</b> 1800 Grant St Ste 725 Denver, CO 80203-1114	Operating	PC	540,000	-	-	-	-	-
<b>Gates Center for Regenerative Medicine</b> 1800 Grant St Ste 725 Denver, CO 80203-1114	Operating	PC	1,200,000	1,200,000	1,200,000	-	-	-
<b>Gates Center for Regenerative Medicine</b> 1800 Grant St Ste 725 Denver, CO 80203-1114	Research	PC	1,000,000	1,000,000	1,000,000	-	-	-
<b>Gates Center for Regenerative Medicine</b> 1800 Grant St Ste 725 Denver, CO 80203-1114	Operating	PC	450,000	-	-	-	-	-
<b>Gates Grubstake Fund</b> 3575 Cherry Creek North Drive Denver, CO 80209	Project Support	POF	1,150,000	-	-	-	-	-
<b>Roundup River Ranch</b> P O Box 8589 Avon, CO 81620	Operating	PC	50,000	-	-	-	-	-
<b>Roundup River Ranch</b> P O Box 8589 Avon, CO 81620	Project Support	PC	-	75,000	-	-	-	-
<b>Taos County Economic Development Corp</b> P O Box 1389 Taos, NM 87571	Unrestricted	PC	10,000	-	-	-	-	-
<b>Taos High School</b> 134 Cervantes Street Taos, NM 87571	Project Support	GOVT	10,000	-	-	-	-	-
<b>Birds of Prey Rehabilitation Foundation</b> 2290 South 104th Street Broomfield, CO 80020	Unrestricted	PC	10,000	-	-	-	-	-
<b>Central Florida Animal Reserve</b> P O Box 184 Sharps, FL 32959-0184	Unrestricted	PC	10,000	-	-	-	-	-
<b>Denver Dumb Friends League</b> 2080 South Quebec Street Denver, CO 80231	Unrestricted	PC	10,000	-	-	-	-	-
<b>Dogs for Life Inc.</b> 1230 16th Ave Vero Beach, FL 32960	Unrestricted	PC	10,000	-	-	-	-	-

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<b>Prevent Unwanted Pets</b> 1884 Bostik Road Cat Spring, TX 78933	Unrestricted	PC	10,000	-	-	-	-	-
<b>Save the Chimps</b> P O Box 12220 Ft Pearce, FL 34979	Unrestricted	PC	10,000	-	-	-	-	-
<b>Turpentine Creek Wildlife Refuge</b> 239 Turpentine Creek Lane Eureka Springs, AR 72632	Unrestricted	PC	11,000	-	-	-	-	-
<b>Austin County Peace Officers Association</b> 201 Atchison Street Sealy, TX 77474	Unrestricted	PC	6,000	-	-	-	-	-
<b>Cat Spring Volunteer Fire Department</b> PO Box 38 Cat Spring, TX 78933	Unrestricted	PC	10,000	-	-	-	-	-
<b>Dreamtree Project, Inc</b> P O Box 1677 Taos, NM 87571	Unrestricted	PC	6,000	-	-	-	-	-
<b>H O A Inc of Austin County</b> 915 Frydek Road Sealy, TX 77474	Unrestricted	PC	10,000	-	-	-	-	-
<b>Long Beach Public Library Foundation</b> 101 Pacific Ave Long Beach, CA 90822	Renovation	PC	25,000	25,000	-	-	-	-
<b>Rancho Los Cerritos Foundation</b> 4600 Virginia Road Long Beach, CA 90807	Project Support	PC	12,500	-	-	-	-	-
<b>Aquarium of the Pacific</b> 320 Golden Shore, Suite 150 Long Beach, CA 90802	Project Support	PC	10,000	-	-	-	-	-
<b>CSULB 49er Foundation</b> 6300 East State University Drive, Suite 332 Long Beach, CA 90815	Scholarships/Fellowships	PC	25,000	25,000	-	-	-	-
<b>Assistance League of Long Beach</b> 6220 East Sprng Street Long Beach, CA 90815-1422	Renovation	PC	-	25,000	-	-	-	-
<b>YMCA of Greater Long Beach</b> Community Development Branch 525 East 7th Street Long Beach, CA 90807	Project Support	PC	10,000	-	-	-	-	-
<b>Filmmakers Collaborative Inc</b> 6 Eastman Place, Suite 202 Melrose, MA 02176	Project Support	PC	10,000	-	-	-	-	-
<b>Freedom of the Press Foundation</b> 601 Van Ness Ave Suite E731 San Francisco, CA 94102	Unrestricted	PC	7,000	-	-	-	-	-



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<b>Southern Arizona Veterans and First Responders Memorial</b> 7435 North Oracle Road, 107 Tucson, AZ 85704	Construction	PC	25,580	-	-	-	-	-
<b>Aleph Academy</b> 3600 Clover Way Reno, NV 89509	Unrestricted	PC	10,000	-	-	-	-	-
<b>Canyon Creek Preschool</b> 9001 Ranch Road 620 N Austin, TX 78726	Unrestricted	PC	20,000	-	-	-	-	-
<b>Denver Center for International Studies</b> 574 W Sixth Avenue Denver, CO 80204	Unrestricted	GOVT	3,000	-	-	-	-	-
<b>Highland Park Education Foundation</b> 4201 Grassmere Land Dallas, TX 75205	Project Support	PC	10,000	-	-	-	-	-
<b>McCulloch Intermediate School</b> 3555 Granada Drive Dallas, TX 75205	Project Support	GOVT	10,000	-	-	-	-	-
<b>Pennsula Open Space Trust</b> 222 High Street Palo Alto, CA 94301	Unrestricted	PC	5,000	-	-	-	-	-
<b>Counterpunch</b> P O Box 228 Petaluma, CA 95558	Unrestricted	PC	18,000	-	-	-	-	-
<b>Electronic Frontier Foundation</b> 815 Eddy Street San Francisco, CA 94109	Unrestricted	PC	5,000	-	-	-	-	-
<b>Thomas A. Foley Institute for Public Policy and Public Service</b> P O Box 641925 Pullman, WA 99164-1925	Unrestricted	PC	3,000	-	-	-	-	-
<b>High Fives Nonprofit Foundation</b> 10775 Pioneer Trail, Suite 108 Truckee, CA 96161	Project Support	PC	10,000	-	-	-	-	-
<b>Angel Charity for Children, Inc</b> P O Box 14225 Tucson, AZ 85732	Unrestricted	PC	18,000	-	-	-	-	-
<b>Community Foundation for Southern Arizona</b> 6420 East Broadway Blvd , Suite A100 Tucson, AZ 85710	Construction	PC	30,000	-	-	-	-	-
<b>Jewish Federation of Southern Arizona</b> 3718 East River Road, Suite 100 Tucson, AZ 85718	Project Support	PC	5,000	-	-	-	-	-
<b>Lucile Packard Foundation for Children's Health</b> 400 Hamilton Ave , Suite 340 Palo Alto, CA 94301	Unrestricted	PC	33,580	-	-	-	-	-

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<b>Mad in America</b> 763 Massachusetts Ave Cambridge, MA 02139	Unrestricted	PC	25,000	-	-	-	-	-
<b>Palo Alto Medical Foundation</b> 795 El Camino Real Palo Alto, CA 94301	Unrestricted	PC	5,000	-	-	-	-	-
<b>Peninsula Volunteers Inc.</b> 800 Middle Ave Menlo Park, CA 94025	Project Support	PC	20,500	-	-	-	-	-
<b>Resource Center for Nonviolence</b> 612 Ocean Street Santa Cruz, CA 95060	Project Support	PC	5,000	-	-	-	-	-
<b>Southern Arizona Law Enforcement Foundation, Inc.</b> 7660 E Broadway Suite 205 Tucson, AZ 85710	Unrestricted	PC	15,000	-	-	-	-	-
<b>Sove Lavi</b> 401 North Carroll Ave , Suite 124 Southlake, TX 76092	Unrestricted	PC	5,000	-	-	-	-	-
<b>Spreading Threads Clothing Bank</b> 5435 North Desert Saguaro Ct Tucson, AZ 85745	Unrestricted	PC	2,500	-	-	-	-	-
<b>Grand Totals</b>			<u>20,628,758</u>	<u>18,269,884</u>	<u>8,716,700</u>	<u>4,506,700</u>	<u>1,800,000</u>	<u>550,000</u>