

Form **990**

Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

2012

Department of the Treasury
Internal Revenue Service

The organization may have to use a copy of this return to satisfy state reporting requirements.

Open to Public Inspection

A For the 2012 calendar year, or tax year beginning **JUL 1, 2012** and ending **JUN 30, 2013**

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization FOOTHILLS UNITED WAY, INC. Doing Business As		D Employer identification number 84-6042598
	Number and street (or P.O. box if mail is not delivered to street address) Room/suite 1285 CIMARRON DRIVE SUITE 101		E Telephone number 303-444-4013
	City, town, or post office, state, and ZIP code LAFAYETTE, CO 80026		G Gross receipts \$ 3,740,812.
	F Name and address of principal officer: DOUG YEISER SAME AS C ABOVE		H(a) Is this a group return for affiliates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all affiliates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527			
J Website: ▶ WWW.UNITEDWAYFOOTHILLS.ORG			
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶			L Year of formation: 1925 M State of legal domicile: CO

Part I Summary

Activities & Governance	1 Briefly describe the organization's mission or most significant activities: MOBILIZE PEOPLE AND RESOURCES TO ADDRESS VITAL ISSUES AND BUILD A STRONGER, THRIVING COMMUNITY.
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.
	3 Number of voting members of the governing body (Part VI, line 1a) 3 14
	4 Number of independent voting members of the governing body (Part VI, line 1b) 4 14
	5 Total number of individuals employed in calendar year 2012 (Part V, line 2a) 5 17
	6 Total number of volunteers (estimate if necessary) 6 44
	7a Total unrelated business revenue from Part VIII, column (C), line 12 7a 0.
	b Net unrelated business taxable income from Form 990-T, line 34 7b 0.

	Prior Year	Current Year
8 Contributions and grants (Part VIII, line 1h) 8	2,595,759.	2,698,414.
9 Program service revenue (Part VIII, line 2g) 9	91,831.	93,985.
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) 10	101,812.	139,632.
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) 11	10,721.	106,138.
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12) 12	2,800,123.	3,038,169.
13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) 13	917,961.	865,000.
14 Benefits paid to or for members (Part IX, column (A), line 4) 14	0.	0.
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) 15	856,460.	896,404.
16a Professional fundraising fees (Part IX, column (A), line 11e) 16a	0.	0.
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 390,725.		
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) 17	1,256,224.	1,534,064.
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25) 18	3,030,645.	3,295,468.
19 Revenue less expenses. Subtract line 18 from line 12 19	-230,522.	-257,299.
	Beginning of Current Year	End of Year
20 Total assets (Part X, line 16) 20	3,917,255.	3,832,073.
21 Total liabilities (Part X, line 26) 21	1,235,788.	1,351,608.
22 Net assets or fund balances. Subtract line 21 from line 20 22	2,681,467.	2,480,465.

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer		Date
	DOUG YEISER, CEO		
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date
	V. E. SHOUP, CPA		
Paid Preparer Use Only	Firm's name ▶	Firm's EIN ▶	Check if self-employed <input type="checkbox"/> PTIN
	CLIFTONLARSONALLEN LLP	41-0746749	P00220967
Paid Preparer Use Only	Firm's address ▶	Phone no.	
	370 INTERLOCKEN BLVD., SUITE 500 BROOMFIELD, CO 80021	303-466-8822	

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response to any question in this Part III [X]

1 Briefly describe the organization's mission: THE MISSION OF THE FOOTHILLS UNITED WAY, INC. IS TO MOBILIZE PEOPLE AND RESOURCES TO ADDRESS VITAL ISSUES AND BUILD A STRONGER, THRIVING COMMUNITY.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses.

4a (Code:) (Expenses \$ 1,932,177. including grants of \$ 862,000.) (Revenue \$ 187,763.) FOOTHILLS UNITED WAY: FOOTHILLS UNITED WAY (FHUW) IS DEDICATED TO ENGAGING OUR COMMUNITY IN ORDER TO CHANGE CONDITIONS AND IMPROVE LIVES. MORE THAN JUST MEETING NEEDS TODAY, IT'S ABOUT CREATING LONG-TERM SUSTAINABLE POSITIVE CHANGE. THE COLLECTIVE POWER OF THE FINANCIAL, VOLUNTEER, AND IN-KIND CONTRIBUTIONS OF OUR DONORS AND COMMUNITY PARTNERS ALLOWS FOR MEASURABLE CHANGE IN FHUW'S IMPACT AREAS: PROVIDING FOR COMMUNITY BASIC NEEDS, PROMOTING HEALTH AND HEALING, SUPPORTING CHILDREN AND YOUTH AND STRENGTHENING SENIORS.

4b (Code:) (Expenses \$ 242,282. including grants of \$) (Revenue \$) PIE PROGRAM: THE PIE PROGRAM ADDRESSES THE ROOT CAUSES OF POVERTY THROUGH SYSTEMIC ECONOMIC CHANGES BENEFITTING THE WORKING POOR. PROGRAM PARTICIPANTS OPEN INDIVIDUAL DEVELOPMENT ACCOUNTS (IDA'S), WHICH ARE MATCHED SAVINGS ACCOUNTS, DESIGNED TO HELP WORKING LOW-INCOME AND LOW-WEALTH FAMILIES SAVE MONEY FOR CONTINUING EDUCATION, CAPITALIZING A BUSINESS OR BUYING A HOME. THE PIE MISSION IS TO PROVIDE TOOLS THAT EMPOWER LOW-INCOME RESIDENTS TO SAVE AND BUILD ASSETS TO STRENGTHEN THEIR ECONOMIC STABILITY. THE PROGRAM PROVIDES A MAXIMUM MATCH OF \$3,000 TOWARDS THE ASSET PURCHASE OF EACH PROGRAM PARTICIPANT. PARTICIPANTS IN THE PROGRAM MUST BE IN THE PIE PROGRAM FOR AT LEAST 6 MONTHS AND MAY STAY UP TO 30 MONTHS. THROUGH 2013, THE PROGRAM HAS GRADUATED 206 PARTICIPANTS AS FOLLOWS: 68 FIRST-TIME HOME

4c (Code:) (Expenses \$ 165,028. including grants of \$ 3,000.) (Revenue \$ 0.) LAUNCHED IN FEBRUARY 2011, THE NONPROFIT CULTIVATION CENTER IS THE RESULT OF A COLLABORATIVE PARTNERSHIP BETWEEN FOOTHILLS UNITED WAY AND BOULDER COUNTY GOVERNMENT. THE NONPROFIT CULTIVATION CENTER IS SPECIFICALLY DESIGNED TO ASSIST LOCAL NONPROFIT ORGANIZATIONS WITH BUILDING AND IMPROVING THEIR CAPACITY TO PURSUE AND ACHIEVE THEIR MISSION. THE PROGRAM ACCOMPLISHES THIS OBJECTIVE THROUGH THREE AREAS OF EMPHASIS: PROFESSIONAL DEVELOPMENT, PEER GROUPS, AND CONSULTING SERVICES. THE NONPROFIT CULTIVATION CENTER MAINTAINS AN EXTENSIVE TRAINING CALENDAR ON ITS WEBSITE WITH PROFESSIONAL DEVELOPMENT COURSES OFFERED IN A VARIETY OF TOPICS SUITABLE FOR NONPROFIT STAFF AND/OR VOLUNTEERS. DURING 2012, 140 LEARNING OPPORTUNITIES WERE OFFERED, IN ADDITION TO AN ANNUAL 1-DAY TECHNOLOGY SUMMIT CONFERENCE THAT INCLUDES

4d Other program services (Describe in Schedule O.) (Expenses \$ 211,757. including grants of \$) (Revenue \$)

4e Total program service expenses 2,551,244.

Part IV Checklist of Required Schedules

		Yes	No
1	Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2	Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3	Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4	Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5	Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6	Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7	Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8	Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9	Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10	Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11	If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a	Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b	Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c	Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d	Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e	Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f	Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a	Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b	Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13	Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a	Did the organization maintain an office, employees, or agents outside of the United States?		X
b	Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or assistance to any organization or entity located outside the United States? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16	Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or assistance to individuals located outside the United States? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17	Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18	Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>		X
19	Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a	Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b	If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants and other assistance to any government or organization in the United States on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>	X	
22 Did the organization report more than \$5,000 of grants and other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>		X
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Was a loan to or by a current or former officer, director, trustee, key employee, highest compensated employee, or disqualified person outstanding as of the end of the organization's tax year? <i>If "Yes," complete Schedule L, Part II</i>		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response to any question in this Part V

Input box for Schedule O response

Main table with columns for question number, description, sub-questions (1a-1b, 2a-2b, etc.), and Yes/No columns. Includes questions about Form 1096, Form W-2G, Form W-3, and various tax compliance issues.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response to any question in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (14), 1b (14), 2 (X), 3 (X), 4 (X), 5 (X), 6 (X), 7a (X), 7b (X), 8a (X), 8b (X), 9 (X).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a (X), 10b, 11a (X), 11b, 12a (X), 12b (X), 12c (X), 13 (X), 14 (X), 15a (X), 15b (X), 16a (X), 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed NONE
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: JOHN LAPUTZ - 303-444-4013 1285 CIMARRON DRIVE, STE 101, LAFAYETTE, CO 80026

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response to any question in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(1) VICTORIA J. MARSCHNER BOARD MEMBER	4.00	X					0.	0.	0.	
(2) ANNA MCDERMOTT BOARD MEMBER	4.00	X					0.	0.	0.	
(3) FRANK BRUNO PAST BOARD CHAIR	4.00	X					0.	0.	0.	
(4) J. MARCUS PAINTER BOARD MEMBER	4.00	X					0.	0.	0.	
(5) ROGER LANGE BOARD MEMBER	4.00	X					0.	0.	0.	
(6) JAMES M. CORBOY ETHICS OFFICER	4.00	X					0.	0.	0.	
(7) JON F. KOTTKE BOARD CHAIR	4.00	X					0.	0.	0.	
(8) KEITH KANEMOTO BOARD MEMBER	4.00	X					0.	0.	0.	
(9) WILLIAM UNGER SECRETARY/TREASURER	4.00	X					0.	0.	0.	
(10) CARLOS PACHECO BOARD MEMBER	4.00	X					0.	0.	0.	
(11) EDIE ORTEGA VICE-CHAIR	4.00	X					0.	0.	0.	
(12) JANE BRAUTIGAM BOARD MEMBER	4.00	X					0.	0.	0.	
(13) GREG HARMS AAE REPRESENTATIVE	4.00	X					0.	0.	0.	
(14) JAMIE JENSEN BOARD MEMBER	4.00	X					0.	0.	0.	
(15) JAMES RIANOSHEK AAE REPRESENTATIVE	4.00	X					0.	0.	0.	
(16) MALCOLM FLEMING BOARD MEMBER	4.00	X					0.	0.	0.	
(17) JOHN OLSON BOARD MEMBER	4.00	X					0.	0.	0.	

Part VII Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees (continued)

(A) Name and title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
(18) BARBARA PINGREY PRESIDENT/CEO TO 4/2013	50.00			X				90,917.	0.	10,759.
(19) JOHN LAPUTZ CFO	40.00			X				70,000.	0.	10,642.
(20) LEE BERG VP RESOURCE DEVELOPMENT	40.00			X				70,000.	0.	7,362.
(21) KELLI KANEMOTO VP OF COMMUNITY IMPACT	40.00			X				55,100.	0.	8,768.
(22) DOUG YEISER PRESIDENT/CEO	50.00			X				27,731.	0.	3,221.
1b Sub-total								313,748.	0.	40,752.
c Total from continuation sheets to Part VII, Section A								0.	0.	0.
d Total (add lines 1b and 1c)								313,748.	0.	40,752.

2 Total number of individuals (including but not limited to those listed above) who received more than \$100,000 of reportable compensation from the organization **0**

	Yes	No
3 Did the organization list any former officer, director, or trustee, key employee, or highest compensated employee on line 1a? <i>If "Yes," complete Schedule J for such individual</i>		X
4 For any individual listed on line 1a, is the sum of reportable compensation and other compensation from the organization and related organizations greater than \$150,000? <i>If "Yes," complete Schedule J for such individual</i>		X
5 Did any person listed on line 1a receive or accrue compensation from any unrelated organization or individual for services rendered to the organization? <i>If "Yes," complete Schedule J for such person</i>		X

Section B. Independent Contractors

1 Complete this table for your five highest compensated independent contractors that received more than \$100,000 of compensation from the organization. Report compensation for the calendar year ending with or within the organization's tax year.

(A) Name and business address	(B) Description of services	(C) Compensation
NONE		

2 Total number of independent contractors (including but not limited to those listed above) who received more than \$100,000 of compensation from the organization **0**

Part VIII Statement of Revenue

Check if Schedule O contains a response to any question in this Part VIII

		(A)	(B)	(C)	(D)	
		Total revenue	Related or exempt function revenue	Unrelated business revenue	Revenue excluded from tax under sections 512, 513, or 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a 2,698,414.				
	b Membership dues	1b				
	c Fundraising events	1c				
	d Related organizations	1d				
	e Government grants (contributions)	1e				
	f All other contributions, gifts, grants, and similar amounts not included above	1f				
	g Noncash contributions included in lines 1a-1f: \$	95,695.				
	h Total. Add lines 1a-1f	▶ 2,698,414.				
	Program Service Revenue	2 a ADMINISTRATIVE FEE	Business Code 561000	93,985.	93,985.	
b						
c						
d						
e						
f All other program service revenue						
g Total. Add lines 2a-2f		▶ 93,985.				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	▶ 24,311.			24,311.	
	4 Income from investment of tax-exempt bond proceeds	▶				
	5 Royalties	▶				
	6 a Gross rents	(i) Real	12,360.			
		(ii) Personal				
		b Less: rental expenses	0.			
		c Rental income or (loss)	12,360.			
	d Net rental income or (loss)	▶ 12,360.			12,360.	
	7 a Gross amount from sales of assets other than inventory	(i) Securities	817,964.			
		(ii) Other				
		b Less: cost or other basis and sales expenses	702,643.			
		c Gain or (loss)	115,321.			
	d Net gain or (loss)	▶ 115,321.			115,321.	
	8 a Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c). See Part IV, line 18	a				
	b Less: direct expenses	b				
c Net income or (loss) from fundraising events	▶					
9 a Gross income from gaming activities. See Part IV, line 19	a					
b Less: direct expenses	b					
c Net income or (loss) from gaming activities	▶					
10 a Gross sales of inventory, less returns and allowances	a					
b Less: cost of goods sold	b					
c Net income or (loss) from sales of inventory	▶					
Miscellaneous Revenue		Business Code				
11 a MISCELLANEOUS REVENUE	561000	93,778.	93,778.			
b						
c						
d All other revenue						
e Total. Add lines 11a-11d	▶ 93,778.					
12 Total revenue. See instructions.	▶ 3,038,169.	187,763.	0.	151,992.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response to any question in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	865,000.	865,000.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22				
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	354,500.	122,506.	128,996.	102,998.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	387,628.	185,921.	80,217.	121,490.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	5,990.	1,696.	152.	4,142.
9 Other employee benefits	94,357.	35,400.	26,682.	32,275.
10 Payroll taxes	53,929.	22,918.	14,730.	16,281.
11 Fees for services (non-employees):				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	24,247.	11,581.	6,016.	6,650.
12 Advertising and promotion	43,733.	20,888.	10,851.	11,994.
13 Office expenses	72,085.	33,426.	18,363.	20,296.
14 Information technology	9,112.	4,352.	2,261.	2,499.
15 Royalties				
16 Occupancy	29,968.	14,313.	7,436.	8,219.
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings	7,329.	3,501.	1,818.	2,010.
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	42,053.	20,086.	10,434.	11,533.
23 Insurance	10,626.	5,075.	2,637.	2,914.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a DONOR DESIGNATED CONTRI	699,251.	699,251.	0.	0.
b PROGRAM EXPENSES	288,279.	288,279.		
c BAD DEBTS	134,461.	134,461.		
d SPECIAL EVENTS	80,462.	38,430.	19,965.	22,067.
e All other expenses	92,458.	44,160.	22,941.	25,357.
25 Total functional expenses. Add lines 1 through 24e	3,295,468.	2,551,244.	353,499.	390,725.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response to any question in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1 Cash - non-interest-bearing	382,082.	1	448,858.	
	2 Savings and temporary cash investments	85,887.	2	8,746.	
	3 Pledges and grants receivable, net	807,821.	3	867,095.	
	4 Accounts receivable, net		4		
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5		
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6		
	7 Notes and loans receivable, net		7		
	8 Inventories for sale or use		8		
	9 Prepaid expenses and deferred charges	0.	9	0.	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 1,412,075.			
	b Less: accumulated depreciation	10b 305,292.	1,145,002.	10c	1,106,783.
	11 Investments - publicly traded securities			11	
	12 Investments - other securities. See Part IV, line 11	1,462,209.	12	1,371,482.	
	13 Investments - program-related. See Part IV, line 11			13	
	14 Intangible assets			14	
	15 Other assets. See Part IV, line 11	34,254.	15	29,109.	
16 Total assets. Add lines 1 through 15 (must equal line 34)	3,917,255.	16	3,832,073.		
Liabilities	17 Accounts payable and accrued expenses	101,924.	17	81,676.	
	18 Grants payable	1,132,864.	18	1,268,932.	
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22		
	23 Secured mortgages and notes payable to unrelated third parties		23		
	24 Unsecured notes and loans payable to unrelated third parties		24		
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D	1,000.	25	1,000.	
	26 Total liabilities. Add lines 17 through 25	1,235,788.	26	1,351,608.	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	2,335,765.	27	2,250,335.	
	28 Temporarily restricted net assets	345,702.	28	230,130.	
	29 Permanently restricted net assets		29		
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building, or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
	33 Total net assets or fund balances	2,681,467.	33	2,480,465.	
34 Total liabilities and net assets/fund balances	3,917,255.	34	3,832,073.		

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response to any question in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	3,038,169.
2	Total expenses (must equal Part IX, column (A), line 25)	2	3,295,468.
3	Revenue less expenses. Subtract line 2 from line 1	3	-257,299.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,681,467.
5	Net unrealized gains (losses) on investments	5	56,297.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	2,480,465.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response to any question in this Part XII

	Yes	No
1 Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
b Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2012)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization: **FOOTHILLS UNITED WAY, INC.** Employer identification number: **84-6042598**

Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**
- 2 A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2).** (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4).**
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?		
(ii) A family member of a person described in (i) above?		
(iii) A 35% controlled entity of a person described in (i) or (ii) above?		
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ. Schedule A (Form 990 or 990-EZ) 2012

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	3,395,591.	2,615,908.	2,775,333.	2,595,759.	2,698,414.	14,081,005.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	3,395,591.	2,615,908.	2,775,333.	2,595,759.	2,698,414.	14,081,005.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						1,682,304.
6 Public support. Subtract line 5 from line 4.						12,398,701.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
7 Amounts from line 4	3,395,591.	2,615,908.	2,775,333.	2,595,759.	2,698,414.	14,081,005.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	101,204.	58,576.	58,845.	53,477.	36,671.	308,773.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						14,389,778.
12 Gross receipts from related activities, etc. (see instructions)					12	594,623.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2012 (line 6, column (f) divided by line 11, column (f))	14	86.16	%
15 Public support percentage from 2011 Schedule A, Part II, line 14	15	83.00	%
16a 33 1/3% support test - 2012. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>		
b 33 1/3% support test - 2011. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
17a 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
b 10% -facts-and-circumstances test - 2011. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>		
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>		

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2008	(b) 2009	(c) 2010	(d) 2011	(e) 2012	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2012 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2011 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2012 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2011 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2012. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2011. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supplemental Information. Complete this part to provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12. Also complete this part for any additional information. (See instructions).

THE SCHEDULE A AMOUNTS FOR THE PRIOR YEARS HAVE BEEN RESTATED TO MORE ACCURATELY REFLECT THE REVENUE CATEGORIES REPORTED ON PAGE 9 OF THE PRIOR YEAR 990'S.

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.

OMB No. 1545-0047

2012

Name of the organization

Employer identification number

FOOTHILLS UNITED WAY, INC.

84-6042598

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)(3) (enter number) organization

4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

4947(a)(1) nonexempt charitable trust treated as a private foundation

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

For a section 501(c)(3) organization 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) and received from any one contributor, during the year, a contribution 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 a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to 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. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not 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 Part I, line 2 of its Form 990-PF, to certify that it does not 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) (2012)

Name of organization FOOTHILLS UNITED WAY, INC.	Employer identification number 84-6042598
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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	<hr/> <hr/> <hr/> <hr/>	\$ 476,697.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	<hr/> <hr/> <hr/> <hr/>	\$ 57,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
<hr/> <hr/> <hr/> <hr/>	<hr/> <hr/> <hr/> <hr/>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization FOOTHILLS UNITED WAY, INC.	Employer identification number 84-6042598
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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
2	20 YOUNG EXPLORER WORKSTATIONS _____ _____ _____	\$ 52,000.	12/31/12
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____
_____	_____ _____ _____	\$ _____	_____

Name of organization FOOTHILLS UNITED WAY, INC.	Employer identification number 84-6042598
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Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once.) ▶ \$ _____
 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
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	
_____	_____ _____ _____	_____ _____ _____	_____ _____ _____
(e) Transfer of gift			
Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee	
_____ _____ _____		_____ _____ _____	

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.

▶ Attach to Form 990. ▶ See separate instructions.

OMB No. 1545-0047

2012

Open to Public Inspection

Name of the organization

FOOTHILLS UNITED WAY, INC.

Employer identification number

84-6042598

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).

Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area

Protection of natural habitat Preservation of a certified historic structure

Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

Yes No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

Yes No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

(ii) Assets included in Form 990, Part X

▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1

▶ \$ _____

b Assets included in Form 990, Part X

▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

- 3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply):
- a Public exhibition
 - b Scholarly research
 - c Preservation for future generations
 - d Loan or exchange programs
 - e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	1,490,366.	1,454,078.	1,122,755.	980,103.	913,553.
b Contributions					
c Net investment earnings, gains, and losses	195,639.	49,103.	343,239.	152,041.	70,461.
d Grants or scholarships					
e Other expenditures for facilities and programs	280,750.				
f Administrative expenses	12,798.	12,815.	11,916.	9,389.	3,911.
g End of year balance	1,392,457.	1,490,366.	1,454,078.	1,122,755.	980,103.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

a Board designated or quasi-endowment 100.00 %

b Permanent endowment %

c Temporarily restricted endowment %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

(i) unrelated organizations

(ii) related organizations

	Yes	No
3a(i)		X
3a(ii)		X
3b		

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land		100,000.		100,000.
b Buildings		1,185,895.	204,102.	981,793.
c Leasehold improvements				
d Equipment		126,180.	101,190.	24,990.
e Other				
Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)				1,106,783.

Part VII Investments - Other Securities. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) COMMON STOCK	925,011.	END-OF-YEAR MARKET VALUE
(B) FOREIGN EQUITIES	31,363.	END-OF-YEAR MARKET VALUE
(C) U.S. GOVERNMENT		
(D) SECURITIES	150,204.	END-OF-YEAR MARKET VALUE
(E) CORPORATE BONDS	10,123.	END-OF-YEAR MARKET VALUE
(F) MUNICIPAL BONDS	254,781.	END-OF-YEAR MARKET VALUE
(G)		
(H)		
(I)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	1,371,482.	

Part VIII Investments - Program Related. See Form 990, Part X, line 13.

(a) Description of investment type	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
(10)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) TENANT DEPOSITS	1,000.
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
(10)	
(11)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	1,000.

2. FIN 48 (ASC 740) Footnote. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return

1	Total revenue, gains, and other support per audited financial statements	1	2,260,754.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	56,297.
b	Donated services and use of facilities	2b	
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	56,297.
3	Subtract line 2e from line 1	3	2,204,457.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	833,712.
c	Add lines 4a and 4b	4c	833,712.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	3,038,169.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return

1	Total expenses and losses per audited financial statements	1	2,461,756.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	0.
3	Subtract line 2e from line 1	3	2,461,756.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	833,712.
c	Add lines 4a and 4b	4c	833,712.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	3,295,468.

Part XIII Supplemental Information

Complete this part to provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART V, LINE 4: THE INTENDED USE OF THE INCOME GENERATED BY THE

ENDOWMENT FUNDS IS TO FUND PROJECTS IN THE COMMUNITY THAT ARE ABOVE AND BEYOND THE SCOPE OF THE NORMAL ALLOCATION PROCESS.

PART XI, LINE 4B - OTHER ADJUSTMENTS:

DONOR DESIGNATED CONTRIBUTIONS	699,251.
BAD DEBT EXPENSE DEDUCTED FROM REVENUE IN FINANCIAL STATEMENTS	134,461.

Part XIII Supplemental Information (continued)

TOTAL TO SCHEDULE D, PART XI, LINE 4B 833,712.

PART XII, LINE 4B - OTHER ADJUSTMENTS:

DONOR DESIGNATED CONTRIBUTIONS 699,251.

BAD DEBT EXPENSE DEDUCTED FROM REVENUE IN FINANCIAL STATEMENTS 134,461.

TOTAL TO SCHEDULE D, PART XII, LINE 4B 833,712.

**SCHEDULE I
(Form 990)**

Department of the Treasury
Internal Revenue Service

**Grants and Other Assistance to Organizations,
Governments, and Individuals in the United States**

**Complete if the organization answered "Yes" to Form 990, Part IV, line 21 or 22.
▶ Attach to Form 990.**

OMB No. 1545-0047

2012

**Open to Public
Inspection**

Name of the organization **FOOTHILLS UNITED WAY, INC.** Employer identification number **84-6042598**

Part I General Information on Grants and Assistance

- 1** Does the organization maintain records to substantiate the amount of the grants or assistance, the grantees' eligibility for the grants or assistance, and the selection criteria used to award the grants or assistance? **Yes** **No**
- 2** Describe in Part IV the organization's procedures for monitoring the use of grant funds in the United States.

Part II Grants and Other Assistance to Governments and Organizations in the United States. Complete if the organization answered "Yes" to Form 990, Part IV, line 21, for any recipient that received more than \$5,000. Part II can be duplicated if additional space is needed.

1 (a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
ALTERNATIVES FOR YOUTH 24 9TH AVENUE LONGMONT, CO 80501	84-1012293	501(C)(3)	6,099.	0.			CELEBRANDO LA FAMILIA, CLEARVIEW EDUCATIONAL CENTER & NORTHSTAR PROGRAMS
AMERICAN RED CROSS 444 SHERMAN STREET DENVER, CO 80203	84-0402844	501(C)(3)	6,505.	0.			DISASTER SERVICES IN BOULDER & BROOMFIELD COUNTIES
ATTENTION, INC. 3080 BROADWAY SUITE C BOULDER, CO 80304	84-0571145	501(C)(3)	28,455.	0.			BROADWAY HOUSE AND CHASE HOUSE PROGRAMS
BAL SWAN CHILDRENS CENTER 1145 EAST 13TH AVENUE BROOMFIELD, CO 80020	84-0535171	501(C)(3)	16,118.	0.			EARLY CHILDHOOD EDUCATION
BLUE SKY BRIDGE PO BOX 19122 BOULDER, CO 80308	84-1305384	501(C)(3)	8,131.	0.			CHILDRENS SEXUAL ABUSE PREVENTION AND ADVOCACY PROGRAMS
BOULDER COUNTY AIDS PROJECT 2118 14TH STREET BOULDER, CO 80302	74-2442032	501(C)(3)	13,008.	0.			HIV CARE AND PREVENTION PROGRAMS

2 Enter total number of section 501(c)(3) and government organizations listed in the line 1 table **▶ 39.**

3 Enter total number of other organizations listed in the line 1 table **▶ 0.**

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule I (Form 990) (2012)

SEE PART IV FOR COLUMN (H) DESCRIPTIONS

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE - 835 NORTH STREET - BOULDER, CO 80304	74-2145368	501(C)(3)	38,520.	0.			DOMESTIC VIOLENCE VICTIM SERVICES, COMMUNITY OUTREACH, AND VIOLENCE PREVENTION EDUCATION FOR
BOULDER SHELTER FOR THE HOMELESS 4869 NORTH BROADWAY BOULDER, CO 80304	84-1041149	501(C)(3)	35,772.	0.			BOULDER COUNTY CARES, EMERGENCY SHELTER, AND TRANSITION SHELTER
BOULDER DAY NURSERY ASSOCIATION 1518 SPRUCE STREET BOULDER, CO 80302	84-0446349	501(C)(3)	38,211.	10,400.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	EARLY CHILDHOOD LEARNING PROGRAM
COMMUNITY FOOD SHARE 6363 HORIZON LANE LONGMONT, CO 80503	74-2227731	501(C)(3)	12,195.	0.			PRIMARY-EMERGENCY FOOD AND ELDER SHARE PROGRAMS
CLINICA CAMPESINA 1345 PLAZA COURT NORTH 1A LAFAYETTE, CO 80026	84-0743432	501(C)(3)	84,795.	0.			DEVELOPMENTAL SCREENING FOR LOW INCOME CHILDREN, HEALTH CARE FOR LOW INCOME & UNINSURED
DENTAL AID, INC. 877 SOUTH BOULDER ROAD LOUISVILLE, CO 80027	84-0717588	501(C)(3)	12,195.	0.			COMPREHENSIVE ORAL HEALTH SERVICES AND EDUCATION
EMERGENCY FAMILY ASSISTANCE ASSOCIATION - 900 ARAPAHOE AVE - BOULDER, CO 80302	84-0454115	501(C)(3)	29,675.	0.			BASIC NEEDS AND EMERGENCY AND TRANSITIONAL HOUSING PROGRAMS
I HAVE A DREAM FOUNDATION OF BOULDER COUNTY - 3012 STERLING CIRCLE SUITE 200 - BOULDER, CO 80301	84-1150542	501(C)(3)	30,345.	0.			EQUIPS LOW-INCOME STUDENTS WITH THE MEANS AND RESOURCES TO ATTEND HIGHER EDUCATION
INN BETWEEN OF LONGMONT 250 KIMBARK STREET LONGMONT, CO 80501	84-1476894	501(C)(3)	17,886.	0.			TRANSITIONAL HOUSING AND SERVICES FOR HOMELESS INDIVIDUALS AND FAMILIES

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
INTERCAMBIO DE COMUNIDADES PO BOX 925 BOULDER, CO 80306	20-0078381	501(C)(3)	20,325.	0.			PROMOTING CULTURAL DIVERSITY THROUGH LANGUAGE CLASSES AND CULTURAL EXCHANGE
LONGMONT MEALS ON WHEELS 910 LONGS PEAK AVENUE LONGMONT, CO 80501	84-0590979	501(C)(3)	12,195.	0.			HOME DELIVERED MEALS IN LONGMONT AREA
ED AND RUTH LEHMAN YMCA 950 LASHLEY LONGMONT, CO 80501	84-1129504	501(C)(3)	22,764.	0.			YOUTH DEVELOPMENT, SENIOR HEALTH & WELLNESS, AND HEALTH & FITNESS ADVOCACY
MENTAL HEALTH PARTNERS 1333 IRIS AVENUE BOULDER, CO 80304	84-0520493	501(C)(3)	30,406.	0.			INTEGRATED SERVICES PROJECT, CHILDREN AND ADOLESCENT SERVICES, AND MOVING TO END SEXUAL
MEALS ON WHEELS OF BOULDER 909 ARAPAHOE AVENUE SUITE 121 BOULDER, CO 80302	84-0594180	501(C)(3)	10,569.	0.			HOME DELIVERED MEALS IN BOULDER AREA
OUR CENTER 303 ATWOOD STREET LONGMONT, CO 80501	74-2448346	501(C)(3)	26,423.	7,800.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	BASIC NEEDS AND CHILD CARE SERVICES IN LONGMONT
PARENTING PLACE 1235-A PINE STREET BOULDER, CO 80302	84-0978808	501(C)(3)	5,692.	0.			FAMILY EDUCATION AND SUPPORT AND STRENGTHENING LATINO FAMILIES PROGRAMS
CARECONNECT 951 ARAPAHOE AVENUE SUITE 10 BOULDER, CO 80302	84-0769724	501(C)(3)	15,041.	0.			SENIOR VOLUNTEER AND SAFETY NET SERVICES
SAFE SHELTER OF ST. VRRAIN VALLEY PO BOX 231 LONGMONT, CO 80502	84-0781353	501(C)(3)	16,461.	0.			ENDING DOMESTIC VIOLENCE PROGRAMS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
SAINT VRAIN FAMILY CENTER P.O. BOX 2174 LONGMONT, CO 80502	84-1497910	501(C)(3)	10,569.	0.			SHARED PARENTING
SISTER CARMEN COMMUNITY CENTER 701 W BASELINE RD LAFAYETTE, CO 80026	84-0820308	501(C)(3)	10,163.	0.			BASIC NEEDS EMERGENCY ASSISTANCE PROGRAM
VIA MOBILITY 4880 PEARL STREET BOULDER, CO 80301	84-0777296	501(C)(3)	28,862.	0.			ACCESSIBLE PARATRANSIT, HOMELESS TRANSIT SERVICES, AND EASY RIDER TRAVEL TRAINING
TEENS, INC. 151 EAST STREET NEDERLAND, CO 80466	84-1380016	501(C)(3)	17,480.	0.			AFTER-SCHOOL PROGRAMS AND CHINOOK WEST ALTERNATIVE HIGH SCHOOL
TINY TIM CENTER, INC. 611 KORTE PARKWAY LONGMONT, CO 80501	84-0523717	501(C)(3)	22,622.	5,200.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	EARLY CHILDHOOD THERAPEUTIC OUTREACH PROGRAM
BOULDER VALLEY WOMEN'S HEALTH CENTER - 2855 VALMONT RD - BOULDER, CO 80301	84-0645786	501(C)(3)	24,390.	0.			COMPREHENSIVE FAMILY PLANNING, LATINA OUTREACH, AND YOUTH SERVICES PROGRAMS
YMCA OF BOULDER VALLEY 5541 CENTRAL AVENUE SUITE 135A BOULDER, CO 80301	84-0459944	501(C)(3)	24,390.	2,600.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	ACTIVATE BOULDER COUNTY AND BREAKTHROUGH ARTS PROGRAMS
YWCA OF BOULDER COUNTY 2222 14TH STREET BOULDER, CO 80302	84-0500276	501(C)(3)	46,138.	0.			CHILDRENS ALLEY, EDGE, AND FAMILY TRANSITIONS PROGRAMS
COLORADO THERAPEUTIC RIDING CENTER 11968 MINERAL ROAD LONGMONT, CO 80504	84-0837670	501(C)(3)	5,692.	0.			EQUINE ASSISTED PROGRAMS FOR PEOPLE WITH SPECIAL NEEDS

Schedule I (Form 990)

Part II Continuation of Grants and Other Assistance to Governments and Organizations in the United States (Schedule I (Form 990), Part II.)

(a) Name and address of organization or government	(b) EIN	(c) IRC section if applicable	(d) Amount of cash grant	(e) Amount of non-cash assistance	(f) Method of valuation (book, FMV, appraisal, other)	(g) Description of non-cash assistance	(h) Purpose of grant or assistance
BRIDGE HOUSE 1120 1/2 PINE STREET BOULDER, CO 80302	84-1440292	501(C)(3)	22,358.	0.			EMPLOYMENT SERVICES FOR HOMELESS AND WORKING POOR
COMMUNITY ACTION DEVELOPMENT CORPORATION - 3482 BROADWAY - BOULDER, CO 80304	84-0959900	501(C)(3)	8,131.	0.			CIRCLES CAMPAIGN PROGRAM
HABITAT FOR HUMANITY OF THE ST. VRAIN VALLEY - 242 PRATT STREET - LONGMONT, CO 80501	84-1092616	501(C)(3)	12,195.	0.			THE KEYS COMMUNITY PROGRAM
WILD BEAR CENTER FOR NATURE DISCOVERY - 20 LAKEVIEW DRIVE UNIT 107 - NEDERLAND, CO 80466	84-1352764	501(C)(3)	8,130.	0.			SUMMER & HOLIDAY YOUTH EDUCATION PROGRAM
WILD PLUM CENTER FOR YOUNG CHILDREN AND FAMILIES - 82 21ST AVENUE SUITE B - LONGMONT, CO 80501	84-0567231	501(C)(3)	12,053.	13,000.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	PROGRAMS FOR YOUNG CHILDREN AND FAMILIES
WILDERNESS EARLY LEARNING CENTER 2845 WILDERNESS PLACE BOULDER, CO 80301	84-1150507	501(C)(3)	0.	10,400.	DONOR VALUATION	NEW COMPUTER EQUIPMENT	PROVIDE COMPUTER ACCESS FOR EARLY LEARNING PROGRAMS

Part III **Grants and Other Assistance to Individuals in the United States.** Complete if the organization answered "Yes" to Form 990, Part IV, line 22.
Part III can be duplicated if additional space is needed.

(a) Type of grant or assistance	(b) Number of recipients	(c) Amount of cash grant	(d) Amount of non-cash assistance	(e) Method of valuation (book, FMV, appraisal, other)	(f) Description of non-cash assistance

Part IV **Supplemental Information.** Complete this part to provide the information required in Part I, line 2, Part III, column (b), and any other additional information.

SCHEDULE I, PART I, LINE 2: THE ORGANIZATION RECEIVED AND REVIEWS AN ANNUAL REPORT FROM EVERY FUNDED AGENCY THAT ADDRESSES PROGRAM RESULTS, ACCOMPLISHMENTS, CHALLENGES, AND BUDGET VARIANCES. ALSO, VOLUNTEER MEMBERS OF THE COMMUNITY IMPACT COMMITTEE MAKE SITE VISITS, DURING THE FUNDING CYCLE PERIOD, WHEREVER FUNDED PROGRAMMING IS TAKING PLACE.

PART II, LINE 1, COLUMN (H):

NAME OF ORGANIZATION OR GOVERNMENT:

SAFEHOUSE PROGRESSIVE ALLIANCE FOR NONVIOLENCE

Part IV Supplemental Information

(H) PURPOSE OF GRANT OR ASSISTANCE: DOMESTIC VIOLENCE VICTIM SERVICES,
COMMUNITY OUTREACH, AND VIOLENCE PREVENTION EDUCATION FOR CHILDREN &
YOUTH

NAME OF ORGANIZATION OR GOVERNMENT: INTERCAMBIO DE COMUNIDADES

(H) PURPOSE OF GRANT OR ASSISTANCE: PROMOTING CULTURAL DIVERSITY THROUGH
LANGUAGE CLASSES AND CULTURAL EXCHANGE PROGRAMS

NAME OF ORGANIZATION OR GOVERNMENT: MENTAL HEALTH PARTNERS

(H) PURPOSE OF GRANT OR ASSISTANCE: INTEGRATED SERVICES PROJECT,
CHILDREN AND ADOLESCENT SERVICES, AND MOVING TO END SEXUAL ASSAULT
PROGRAMS

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

▶ **Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.**
▶ **Attach to Form 990.**

Name of the organization **FOOTHILLS UNITED WAY, INC.** Employer identification number **84-6042598**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded	X	4	24,766.	MKT PRICE-DATE OF GI
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous				
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (<u>NEW COMPUTER</u>)	X	1	52,000.	MSRP
26 Other ▶ (<u>ADVERTISING</u>)	X	4	12,179.	DONOR VALUE
27 Other ▶ (<u>EVENT TICKETS</u>)	X	1	6,750.	DONOR VALUE
28 Other ▶ ()				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1-28 that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?	X	
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule M (Form 990) (2012)

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.
▶ Attach to Form 990 or 990-EZ.

OMB No. 1545-0047

2012

Open to Public
Inspection

Name of the organization

FOOTHILLS UNITED WAY, INC.

Employer identification number

84-6042598

FORM 990, PART III, LINE 4B, PROGRAM SERVICE ACCOMPLISHMENTS:

BUYERS, 84 POST-SECONDARY STUDENTS, AND 54 SMALL BUSINESS START-UPS. AT
JUNE 30, 2013, THE PROGRAM HAD 61 PARTICIPANTS AS FOLLOWS: 23
FIRST-TIME HOME BUYERS, 11 SMALL BUSINESS START-UPS, AND 27
POST-SECONDARY STUDENTS.

FORM 990, PART III, LINE 4C, PROGRAM SERVICE ACCOMPLISHMENTS:

ADDITIONAL OPPORTUNITIES AROUND EFFECTIVE USES OF TECHNOLOGY FOR
NONPROFIT ORGANIZATIONS. CURRENTLY THERE ARE FOUR ACTIVE PEER GROUPS
MEETING REGULARLY FOR DISCUSSIONS AND PRESENTATIONS CENTERED AROUND
KNOWLEDGE SHARING, BEST PRACTICES AND EMERGING ISSUES IN RESOURCE
DEVELOPMENT, FINANCE, PROGRAMMING, AND VOLUNTEER COORDINATION. THE
NONPROFIT CULTIVATION CENTER HAS IDENTIFIED AND QUALIFIED EIGHTEEN
PRACTICING NONPROFIT CONSULTANTS WHO OFFER SERVICES IN THEIR PARTICULAR
AREAS OF EXPERTISE TO LOCAL NONPROFIT ORGANIZATIONS THROUGH TAILORED
ENGAGEMENTS, AT A REDUCED RATE. CONSULTING SCHOLARSHIPS ARE ALSO MADE
AVAILABLE THROUGH THE PROGRAM.

FORM 990, PART III, LINE 4D, OTHER PROGRAM SERVICES:

VOLUNTEER CONNECTION: ACQUIRED BY FOOTHILLS UNITED WAY IN AUGUST,
2011, THE VOLUNTEER CONNECTION SEEKS TO STRENGTHEN THE COMMUNITIES OF
BOULDER AND BROOMFIELD COUNTIES THROUGH VOLUNTEER ADVOCACY AND
ENGAGEMENT. ORIGINALLY ESTABLISHED AS A PROGRAM OF BOULDER COUNTY
UNITED WAY IN 1969, VOLUNTEER CONNECTION WAS ONE OF THE FIRST COMMUNITY
BASED VOLUNTEER INFORMATION AND REFERRAL CENTERS IN THE COUNTRY.

TODAY, THE PROGRAM SUPPORTS OVER 250 LOCAL NONPROFIT ORGANIZATIONS BY

Name of the organization FOOTHILLS UNITED WAY, INC.	Employer identification number 84-6042598
--	--

CONNECTING THEM WITH OVER 20,000 LOCAL VOLUNTEERS ANNUALLY.

EXPENSES \$ 96,937. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

BOULDER MOUNTAIN RESOURCES: BEGINNING AS AN EXTENSION OF THE RELIEF AND RECOVERY EFFORTS COMING OUT OF THE DEVASTATING FOURMILE CANYON FIRE IN THE FALL OF 2010, BOULDER MOUNTAIN RESOURCES AIMS TO FOSTER A RELATIONSHIP OF ADVOCACY AND ACTION BETWEEN FOOTHILLS UNITED WAY, LOCAL GOVERNMENT AGENCIES, NONPROFITS, AND RESIDENTS OF OUR MOUNTAIN AREAS.

IN ADDITION TO WORKING ON DISASTER PREPAREDNESS AND RECOVERY, THE PROGRAM INTENDS TO STAY TRUE TO OUR MISSION BY BREAKING DOWN THE BARRIERS THAT KEEP MOUNTAIN RESIDENTS FROM ACCESSING HUMAN SERVICE RESOURCES.

EXPENSES \$ 77,871. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

IMAGINATION LIBRARY: IMAGINATION LIBRARY WAS CREATED BY THE DOLLYWOOD FOUNDATION IN 1996 TO PROVIDE BOOKS FOR PRESCHOOLERS IN SEVIER COUNTY, TENNESSEE. THROUGH ENROLLMENT IN THE LIBRARY, CHILDREN AGES 0-5 RECEIVE A BOOK MAILED TO THEIR HOME EACH MONTH. THE FOUNDATION WORKS IN PARTNERSHIP WITH LOCAL ORGANIZATIONS TO REPLICATE THE PROGRAM IN OTHER COMMUNITIES ACROSS THE COUNTRY. IN APRIL 2003, A GROUP OF INTERESTED CITIZENS AND ORGANIZATIONS CAME TOGETHER TO BRING THE PROGRAM TO BOULDER AND BROOMFIELD COUNTIES. FOOTHILLS UNITED WAY SERVES AS THE FISCAL AGENT FOR THE PROGRAM AND MAINTAINS THE LOCAL DATABASE. THROUGH JUNE 2012, OVER 2,289 CHILDREN HAVE RECEIVED MORE THAN 85,927 BOOKS FROM FHUW'S IMAGINATION LIBRARY.

EXPENSES \$ 36,949. INCLUDING GRANTS OF \$ 0. REVENUE \$ 0.

FORM 990, PART VI, SECTION A, LINE 2: BOARD MEMBER, JON KOTTKE, IS

Name of the organization FOOTHILLS UNITED WAY, INC.	Employer identification number 84-6042598
--	--

MARRIED TO THE EXECUTIVE DIRECTOR OF VIA MOBILITY, A PARTNER AGENCY THAT RECEIVES FUNDING FROM THE ORGANIZATION.

BOARD MEMBER, GREG HARMS, IS THE EXECUTIVE DIRECTOR OF BOULDER SHELTER FOR THE HOMELESS, A PARTNER AGENCY THAT RECEIVES FUNDING FROM THE ORGANIZATION.

BOARD MEMBER, JAMES RIANOSHEK, IS THE EXECUTIVE DIRECTOR OF ATTENTION HOMES, A PARTNER AGENCY THAT RECEIVES FUNDING FROM THE ORGANIZATION.

BOARD MEMBER KEITH KANEMOTO IS THE SPOUSE OF A FOOTHILLS UNITED WAY SENIOR MANAGER.

FORM 990, PART VI, SECTION B, LINE 11: THE 990 IS REVIEWED BY THE BOARD OF DIRECTORS AND QUESTIONS AND COMMENTS ARE SOLICITED VIA ELECTRONIC DISTRIBUTION OF THE RETURN.

FORM 990, PART VI, SECTION B, LINE 12C: BOARD AND STAFF COMPLETE A CONFLICT OF INTEREST POLICY STATEMENT ANNUALLY. ANNUAL CONFLICT OF INTEREST DECLARATIONS ARE REVIEWED BY THE AUDIT COMMITTEE FOR COMPLIANCE WITH INTERNAL STANDARDS AS WELL AS POTENTIAL DISCLOSURES.

FORM 990, PART VI, SECTION B, LINE 15A: THE EXECUTIVE COMMITTEE OF THE BOARD PROVIDES AN ANNUAL PERFORMANCE EVALUATION OF THE CEO. SALARY DETERMINATION IS BASED ON SIMILIAR NON-PROFIT ENTITIES IN THE AREA.

FORM 990, PART VI, SECTION C, LINE 19: THE 990 IS AVAILABLE FOR PUBLIC REVIEW ON GUIDESTAR. ALL ORGANIZATION GOVERNING DOCUMENTS, POLICIES AND FINANCIAL STATEMENTS ARE AVAILABLE FOR REVIEW AT THE ORGANIZATION'S OFFICES

Name of the organization
FOOTHILLS UNITED WAY, INC.

Employer identification number
84-6042598

DURING NORMAL BUSINESS HOURS.

FORM 990, PART XII, LINE 2C:

THERE HAS BEEN NO CHANGE TO EITHER THE OVERSIGHT PROCESS OR THE
SELECTION PROCESS DURING THE TAX YEAR.

Related Organizations and Unrelated Partnerships

▶ Complete if the organization answered "Yes" to Form 990, Part IV, line 33, 34, 35, 36, or 37.
▶ Attach to Form 990. ▶ See separate instructions.

Name of the organization: **FOOTHILLS UNITED WAY, INC.** Employer identification number: **84-6042598**

Part I Identification of Disregarded Entities (Complete if the organization answered "Yes" to Form 990, Part IV, line 33.)

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of-year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related tax-exempt organizations during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
UNITED WAY WORLDWIDE - 13-1635294 701 NORTH FAIRFAX STREET ALEXANDRIA, VA 22314	IMPROVE LIVES BY MOBILIZING THE CARING POWER OF COMMUNITIES	VIRGINIA	501(C)(3)	170(B)(1)(A)			X

Part III Identification of Related Organizations Taxable as a Partnership (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a partnership during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Predominant income (related, unrelated, excluded from tax under sections 512-514)	(f) Share of total income	(g) Share of end-of-year assets	(h) Disproportion- ate allocations?		(i) Code V-UBI amount in box 20 of Schedule K-1 (Form 1065)	(j) General or managing partner?		(k) Percentage ownership
							Yes	No		Yes	No	

Part IV Identification of Related Organizations Taxable as a Corporation or Trust (Complete if the organization answered "Yes" to Form 990, Part IV, line 34 because it had one or more related organizations treated as a corporation or trust during the tax year.)

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Direct controlling entity	(e) Type of entity (C corp, S corp, or trust)	(f) Share of total income	(g) Share of end-of-year assets	(h) Percentage ownership	(i) Section 512(b)(13) controlled entity?	
								Yes	No

Part V Transactions With Related Organizations (Complete if the organization answered "Yes" to Form 990, Part IV, line 34, 35b, or 36.)

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule.

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

	Yes	No
a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity		X
b Gift, grant, or capital contribution to related organization(s)		X
c Gift, grant, or capital contribution from related organization(s)		X
d Loans or loan guarantees to or for related organization(s)		X
e Loans or loan guarantees by related organization(s)		X
f Dividends from related organization(s)		X
g Sale of assets to related organization(s)		X
h Purchase of assets from related organization(s)		X
i Exchange of assets with related organization(s)		X
j Lease of facilities, equipment, or other assets to related organization(s)		X
k Lease of facilities, equipment, or other assets from related organization(s)		X
l Performance of services or membership or fundraising solicitations for related organization(s)		X
m Performance of services or membership or fundraising solicitations by related organization(s)	X	
n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)		X
o Sharing of paid employees with related organization(s)		X
p Reimbursement paid to related organization(s) for expenses		X
q Reimbursement paid by related organization(s) for expenses		X
r Other transfer of cash or property to related organization(s)		X
s Other transfer of cash or property from related organization(s)		X

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds.

(a) Name of other organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1)			
(2)			
(3)			
(4)			
(5)			
(6)			

Part VII Supplemental Information

Complete this part to provide additional information for responses to questions on Schedule R (see instructions).

PART II, IDENTIFICATION OF RELATED TAX-EXEMPT ORGANIZATIONS:

NAME OF RELATED ORGANIZATION:

UNITED WAY WORLDWIDE

**PRIMARY ACTIVITY: IMPROVE LIVES BY MOBILIZING THE CARING POWER OF
COMMUNITIES AROUND THE WORLD**

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file) - You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

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

Type or print	Name of exempt organization or other filer, see instructions. FOOTHILLS UNITED WAY, INC.	Employer identification number (EIN) or 84-6042598
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 1285 CIMARRON DRIVE SUITE 101	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LAFAYETTE, CO 80026	

Enter the Return code for the return that this application is for (file a separate application for each return) 01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

JOHN LAPUTZ

- The books are in the care of ▶ **1285 CIMARRON DRIVE, STE 101 - LAFAYETTE, CO 80026**
 Telephone No. ▶ **303-444-4013** FAX No. ▶ _____
- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
 ▶ calendar year _____ or
 ▶ tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**.

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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.