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Form 990-PF

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

OMB No 1545-0052

2011

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2011, or tax year beginning 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☒ Address change

☐ Name change

Name of foundation
JAMES F & MARION L MILLER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)
520 SW YAMHILL STREET NO 520

Room/suite

City or town, state, and ZIP code
PORTLAND, OR 97204

H Check type of organization

☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust

☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)\$ 161,280,919

J Accounting method

☒ Cash

☐ Accrual

☐ Other (specify) _ (Part I, column (d) must be on cash basis.)

A Employer identification number
03-0373895

B Telephone number (see page 10 of the instructions)
(503) 546-3191

C If exemption application is pending, check here

D 1. Foreign organizations, check here

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

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

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	5,409,086	5,329,835		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	1,543,904			
	b Gross sales price for all assets on line 6a 38,432,720				
	7 Capital gain net income (from Part IV, line 2)		1,543,904		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	6,503	6,503		
	12 Total. Add lines 1 through 11	6,959,493	6,880,242		
	13 Compensation of officers, directors, trustees, etc	365,000	8,000		357,000
	14 Other employee salaries and wages	119,306	12,833		106,473
	15 Pension plans, employee benefits	33,051	1,717		31,334
	16a Legal fees (attach schedule).	20,266	15,758		504
	b Accounting fees (attach schedule).	43,589	33,035		6,440
	c Other professional fees (attach schedule)	346,341	346,341		0
	17 Interest	833	833		0
	18 Taxes (attach schedule) (see page 14 of the instructions)	350,883	171,599		0
	19 Depreciation (attach schedule) and depletion . . .	11,735	0		
	20 Occupancy	44,887	0		44,887
	21 Travel, conferences, and meetings	5,062	0		4,568
	22 Printing and publications				
	23 Other expenses (attach schedule).	96,314	31,702		64,612
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	1,437,267	621,818		615,818
	25 Contributions, gifts, grants paid	8,339,639			8,339,639
	26 Total expenses and disbursements. Add lines 24 and 25	9,776,906	621,818		8,955,457
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-2,817,413			
	b Net investment income (if negative, enter -0-)		6,258,424		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	19,592,426	13,223,629	13,223,629
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	108,399,497	118,096,993	139,287,830
	c	Investments—corporate bonds (attach schedule).	12,958,858	7,681,824	7,728,611
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,617,259	1,126,073	892,574
	14	Land, buildings, and equipment basis ▶ _____ 61,046 Less accumulated depreciation (attach schedule) ▶ _____ 27,484	45,297	33,562	33,562
15	Other assets (describe ▶ _____)	478,787	114,713	114,713	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	143,092,124	140,276,794	161,280,919	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	143,092,124	140,276,794	
	30	Total net assets or fund balances (see page 17 of the instructions)	143,092,124	140,276,794	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	143,092,124	140,276,794	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	143,092,124
2	Enter amount from Part I, line 27a	-2,817,413
3	Other increases not included in line 2 (itemize) ▶ _____	2,083
4	Add lines 1, 2, and 3	140,276,794
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	140,276,794

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	1,543,904
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	10,881,916	157,380,704	0 069144
2009	10,303,926	144,730,235	0 071194
2008	9,453,967	174,055,759	0 054316
2007	8,218,621	191,953,485	0 042816
2006	11,759,259	85,821,610	0 137020

2	Total of line 1, column (d).	2	0 374490
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 074898
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	164,078,445
5	Multiply line 4 by line 3.	5	12,289,147
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	62,584
7	Add lines 5 and 6.	7	12,351,731
8	Enter qualifying distributions from Part XII, line 4.	8	8,955,457

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1				
		Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)				
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	125,168	
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0	
3		Add lines 1 and 2.		3	125,168	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0	
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	125,168	
6		Credits/Payments				
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	213,000		
b		Exempt foreign organizations—tax withheld at source	6b			
c		Tax paid with application for extension of time to file (Form 8868)	6c			
d		Backup withholding erroneously withheld	6d			
7		Total credits and payments Add lines 6a through 6d.		7	213,000	
8		Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8		
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9		
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	87,832	
11		Enter the amount of line 10 to be Credited to 2012 estimated tax	87,832	Refunded	11	0

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ 0 (2) On foundation managers \$ _____ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OR _____			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW MILLERFOUND ORG	13	Yes	
14	The books are in care of CHARLES WALKER Telephone no (503) 546-3191 Located at 520 SW YAMHILL STE 520 PORTLAND OR ZIP +4 97204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years 20____, 20____, 20____, 20____ ☐ Yes ☒ No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?		☐ Yes	☒ No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		☐ Yes	☒ No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		☐ Yes	☒ No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		☐ Yes	☒ No	
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?		☐ Yes	☒ No	
b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>		☐ Yes	☐ No	
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes	☒ No	
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b No		
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?		☐ Yes	☒ No	
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b		

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
CHARLES H PUTNEY	INVESTMENT MANAGEMENT	259,266
805 SW BROADWAY SUITE 1800 PORTLAND,OR 97205		
Total number of others receiving over \$50,000 for professional services. 		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. 	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	152,013,064
b	Average of monthly cash balances.	1b	14,522,371
c	Fair market value of all other assets (see page 24 of the instructions).	1c	41,667
d	Total (add lines 1a, b, and c).	1d	166,577,102
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	166,577,102
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	2,498,657
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	164,078,445
6	Minimum investment return. Enter 5% of line 5.	6	8,203,922

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	8,203,922
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	125,168
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	125,168
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	8,078,754
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	8,078,754
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	8,078,754

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	8,955,457
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	8,955,457
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	8,955,457
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1		Distributable amount for 2011 from Part XI, line 7			
2		Undistributed income, if any, as of the end of 2011			
a		Enter amount for 2010 only.			
b		Total for prior years 20____, 20____, 20____			
3		Excess distributions carryover, if any, to 2011			
a		From 2006.			
b		From 2007.			
c		From 2008.			
d		From 2009.			
e		From 2010.			
f		Total of lines 3a through e.			
4		Qualifying distributions for 2011 from Part XII, line 4			
a		Applied to 2010, but not more than line 2a			
b		Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c		Treated as distributions out of corpus (Election required—see page 26 of the instructions).			
d		Applied to 2011 distributable amount.			
e		Remaining amount distributed out of corpus			
5		Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6		Enter the net total of each column as indicated below:			
a		Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b		Prior years' undistributed income Subtract line 4b from line 2b.			
c		Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d		Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions.			
e		Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions.			
f		Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.			
7		Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8		Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).			
9		Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.			
10		Analysis of line 9			
a		Excess from 2007.			
b		Excess from 2008.			
c		Excess from 2009.			
d		Excess from 2010.			
e		Excess from 2011.			

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

MARTHA RICHARDS EXECUTIVE DIRECTOR
520 SW YAMHILL STREET STE 520
PORTLAND, OR 97204
(503) 546-3191

b

The form in which applications should be submitted and information and materials they should include

PLEASE SEE APPLICATION GUIDELINES AT WWW.MILLERFOUND.ORG/APPLY

c

Any submission deadlines

APPLICATION DEADLINES ARE POSTED PERIODICALLY AT WWW.MILLERFOUND.ORG

d

Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

THE MILLER FOUNDATION MAKES RESPONSIVE GRANTS TO REQUESTS FROM ORGANIZATIONS BASED IN OREGON WHOSE PRIMARY FOCUS IS IN THE ARTS OR EDUCATION. FOR MORE INFORMATION, PLEASE SEE APPLICATION GUIDELINES AT WWW.MILLERFOUND.ORG/APPLY

Form 990-PF (2011)

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	8,339,639
b Approved for future payment See Additional Data Table				
Total			3b	31,322,307

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	5,409,086	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	6,503	
8 Gain or (loss) from sales of assets other than inventory			18	1,543,904	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. . .					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e).		0		6,959,493	0
13 Total. Add line 12, columns (b), (d), and (e).			13	6,959,493	6,959,493

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

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

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge					
	*****		2012-05-11	*****		
	Signature of officer or trustee		Date	Title		
	Paid Preparer's Use Only	Preparer's Signature	BILLY M MORGAN JR	Date	Check if self-employed ☒	PTIN P00056990
		Firm's name	GEFFEN MESHER & COMPANY PC 888 SW FIFTH AVENUE SUITE 800		Firm's EIN 93-1042710	
Firm's address		PORTLAND, OR 97204		Phone no (503) 221-0141		

May the IRS discuss this return with the preparer shown above? See instructions ☐ Yes ☐ No

Additional Data

Software ID:
Software Version:
EIN: 03-0373895
Name: JAMES F & MARION L MILLER FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
AK STEEL HOLDING CORP	P	2011-05-03	2011-08-02
AK STEEL HOLDING CORP	P	2011-05-11	2011-08-02
AK STEEL HOLDING CORP	P	2011-03-03	2011-08-02
AMR CORP-DEL	P	2011-01-18	2011-07-28
AMR CORP-DEL	P	2011-01-18	2011-11-15
AMR CORP-DEL	P	2011-01-18	2011-11-15
AMR CORP-DEL	P	2011-02-02	2011-11-15
AMR CORP-DEL	P	2011-02-02	2011-11-15
AMR CORP-DEL	P	2011-03-03	2011-11-29
AMR CORP-DEL	P	2011-07-07	2011-11-29
CISCO SYSTEMS INC	P	2011-02-10	2011-06-14
CISCO SYSTEMS INC	P	2011-03-02	2011-06-14
CISCO SYSTEMS INC	P	2011-03-31	2011-06-14
CISCO SYSTEMS INC	P	2011-03-31	2011-06-14
CISCO SYSTEMS INC	P	2011-06-07	2011-06-14
CISCO SYSTEMS INC	P	2011-06-07	2011-06-16
CISCO SYSTEMS INC	P	2011-06-07	2011-06-16
CISCO SYSTEMS INC	P	2011-06-07	2011-06-16
FIRSTENERGY CORP	P	2010-11-09	2011-05-17
FIRSTENERGY CORP	P	2010-11-16	2011-05-17
FIRSTENERGY CORP	P	2010-11-24	2011-05-17
FORD MOTOR CREDIT CO	P	2010-09-28	2011-01-20
GOL LINHAS AEREAS	P	2011-05-04	2011-08-02
GOL LINHAS AEREAS	P	2011-05-04	2011-08-02
GOL LINHAS AEREAS	P	2011-05-04	2011-08-02
INTERNATIONAL BUSINESS	P	2011-08-04	2011-08-05
NOKIA CORPORATION	P	2010-12-31	2011-08-02
NOKIA CORPORATION	P	2011-02-11	2011-08-02
NOKIA CORPORATION	P	2011-07-01	2011-08-02
NOKIA CORPORATION	P	2011-07-01	2011-08-02

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

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NOKIA CORPORATION	P	2011-07-11	2011-08-02
NOKIA CORPORATION	P	2011-07-11	2011-08-02
NOKIA CORPORATION	P	2011-07-11	2011-08-02
TELE NORTE LESTE	P	2010-05-24	2011-04-19
TRIQUINT SEMICONDUCTOR INC	P	2011-08-17	2011-09-23
TRIQUINT SEMICONDUCTOR INC	P	2011-09-16	2011-09-23
UNITED CONTINENTAL HLDGS INC	P	2011-02-02	2011-08-09
UNITED CONTINENTAL HLDGS INC	P	2011-02-22	2011-08-09
UNITED CONTINENTAL HLDGS INC	P	2011-01-24	2011-08-09
UNITED CONTINENTAL HLDGS INC	P	2011-02-22	2011-08-09
UNITED CONTINENTAL HLDGS INC	P	2011-04-08	2011-08-15
UNITED CONTINENTAL HLDGS INC	P	2011-07-07	2011-08-15
UNITED CONTINENTAL HLDGS INC	P	2011-07-25	2011-08-15
US BANCORP DEL	P	2010-09-20	2011-09-14
US BANCORP DEL	P	2010-09-23	2011-09-14
US BANCORP DEL	P	2010-09-29	2011-09-14
US BANCORP DEL	P	2010-09-29	2011-09-14
US BANCORP DEL	P	2010-12-03	2011-09-14
AETNA INC NEW	P	2008-12-16	2011-06-15
AETNA INC NEW	P	2008-12-12	2011-06-15
AMERCO-8 50% PFD SER A	P	2004-06-03	2011-06-01
AMERCO-8 50% PFD SER A	P	2003-06-11	2011-06-01
AMERCO-8 50% PFD SER A	P	2002-10-18	2011-06-01
AMERCO-8 50% PFD SER A	P	2000-12-18	2011-06-01
APPLIED MATERIALS INC	P	2005-11-15	2011-12-15
APPLIED MATERIALS INC	P	2007-06-01	2011-12-20
APPLIED MATERIALS INC	P	2007-06-07	2011-12-20
APPLIED MATERIALS INC	P	2008-05-14	2011-12-20
APPLIED MATERIALS INC	P	2008-05-14	2011-12-20
BRISTOL MYERS SQUIBB CO	P	2006-01-11	2011-12-07

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BRISTOL MYERS SQUIBB CO	P	2006-04-13	2011-12-07
BRISTOL MYERS SQUIBB CO	P	2008-01-22	2011-12-07
BRISTOL MYERS SQUIBB CO	P	2008-01-22	2011-12-07
CIGNA CORP	P	2008-12-08	2011-01-19
CIGNA CORP	P	2009-01-26	2011-01-19
CIGNA CORP	P	2009-04-29	2011-01-19
CIGNA CORP	P	2009-03-26	2011-10-17
COMMONWEALTH REIT	P	2005-12-13	2011-12-22
COMMONWEALTH REIT	P	2007-05-04	2011-12-22
COMMONWEALTH REIT	P	2007-06-20	2011-12-22
COMMONWEALTH REIT	P	2007-06-21	2011-12-22
COMMONWEALTH REIT	P	2010-09-23	2011-12-27
EL PASO CORPORATION	P	2004-06-03	2011-02-25
EL PASO CORPORATION	P	2004-06-03	2011-02-25
EL PASO CORPORATION	P	2005-06-16	2011-02-25
EL PASO CORPORATION	P	2005-06-16	2011-04-21
EL PASO CORPORATION	P	2005-08-17	2011-04-21
EL PASO CORPORATION	P	2005-08-17	2011-11-21
EL PASO CORPORATION	P	2005-11-09	2011-11-21
EL PASO CORPORATION	P	2005-11-29	2011-11-28
EL PASO CORPORATION	P	2005-11-29	2011-11-28
EL PASO CORPORATION	P	2006-02-14	2011-11-28
EL PASO CORPORATION	P	2005-11-09	2011-11-28
FREEPORT-MCMORAN COPPER INC	P	2009-06-04	2011-04-01
GANNETT CO INC	P	2008-09-05	2011-02-02
GANNETT CO INC	P	2008-10-16	2011-02-02
GANNETT CO INC	P	2009-03-16	2011-02-02
GANNETT CO INC	P	2009-03-16	2011-02-02
GENERAL ELECTRIC CAPITAL CORP	P	2009-04-28	2011-10-04
GENERAL ELECTRIC CO	P	2007-04-02	2011-12-22

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

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GENERAL ELECTRIC CO	P	2007-04-20	2011-12-22
GENERAL ELECTRIC CO	P	2007-04-23	2011-12-22
GENERAL ELECTRIC CO	P	2004-01-30	2011-12-22
GENERAL MOTORS COMPANY	P	2008-06-04	2011-04-21
GENERAL MOTORS COMPANY	P	2008-06-25	2011-04-21
GENERAL MOTORS COMPANY	P	2008-06-04	2011-08-01
GENERAL MOTORS COMPANY	P	2008-06-04	2011-11-02
GENERAL MOTORS COMPANY	P	2008-06-04	2011-11-02
HOME DEPOT INC	P	2008-12-03	2011-03-01
HOME DEPOT INC	P	2008-12-05	2011-03-01
HOME DEPOT INC	P	2008-12-08	2011-03-01
J P MORGAN CHASE & CO	P	2008-12-18	2011-02-01
JOHNSON CTLS INC	P	2008-11-25	2011-01-18
JPMORGAN CHASE & CO	P	2008-12-12	2011-01-18
KIMBERLY CLARK CORP	P	2009-03-23	2011-09-22
KIMBERLY CLARK CORP	P	2009-04-09	2011-09-22
KIMBERLY CLARK CORP	P	2009-05-05	2011-09-22
KIMBERLY CLARK CORP	P	2009-05-05	2011-09-22
KROGER CO	P	2008-12-01	2011-04-01
LSI CORPORATION	P	2002-07-03	2011-05-06
LSI CORPORATION	P	2002-10-09	2011-05-06
LSI CORPORATION	P	2002-10-09	2011-05-06
LSI CORPORATION	P	2005-11-08	2011-05-06
LSI CORPORATION	P	2005-11-08	2011-05-09
LSI CORPORATION	P	2006-09-27	2011-05-09
LSI CORPORATION	P	2006-09-27	2011-05-10
LSI CORPORATION	P	2006-09-27	2011-08-03
LSI CORPORATION	P	2009-09-02	2011-08-03
MENTOR GRAPHICS CORP	P	2008-08-15	2011-01-19
MENTOR GRAPHICS CORP	P	2008-08-15	2011-01-20

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

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MENTOR GRAPHICS CORP	P	2008-08-15	2011-01-26
MENTOR GRAPHICS CORP	P	2008-12-22	2011-01-26
MENTOR GRAPHICS CORP	P	2008-12-23	2011-01-26
MENTOR GRAPHICS CORP	P	2008-12-23	2011-01-26
MENTOR GRAPHICS CORP	P	2008-12-24	2011-01-26
MENTOR GRAPHICS CORP	P	2008-12-24	2011-02-02
MENTOR GRAPHICS CORP	P	2009-06-04	2011-02-02
MENTOR GRAPHICS CORP	P	2009-06-12	2011-02-02
MENTOR GRAPHICS CORP	P	2009-06-15	2011-02-02
NOKIA CORPORATION	P	2008-10-06	2011-08-02
NOKIA CORPORATION	P	2008-11-26	2011-08-02
NOKIA CORPORATION	P	2010-07-22	2011-08-02
NOKIA CORPORATION	P	2010-07-22	2011-08-02
NOVARTIS AG	P	2001-11-06	2011-05-25
NOVARTIS AG	P	2001-11-13	2011-05-25
NOVARTIS AG	P	2003-07-08	2011-05-25
NOVARTIS AG	P	2003-07-09	2011-05-25
NOVARTIS AG	P	2003-07-09	2011-05-26
NOVARTIS AG	P	2003-10-17	2011-05-26
NOVARTIS AG	P	2004-06-03	2011-05-26
NOVARTIS AG	P	2004-06-03	2011-05-27
NOVARTIS AG	P	2007-09-11	2011-05-27
NOVARTIS AG	P	2007-09-11	2011-05-31
PACIFIC GAS & ELEC CO	P	2008-12-11	2011-03-01
PFIZER INC	P	2004-06-03	2011-12-22
POPULAR INC	P	1998-07-01	2011-01-04
POPULAR INC	P	1998-07-01	2011-01-12
POPULAR INC	P	2007-10-31	2011-01-14
POPULAR INC	P	2007-11-01	2011-01-14
POPULAR INC	P	2008-06-24	2011-01-14

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

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POPULAR INC	P	2008-06-24	2011-12-22
POPULAR INC	P	2008-06-30	2011-12-22
POSCO	P	2008-05-06	2011-08-01
SPRINT NEXTEL CORPORATION	P	2009-09-09	2011-06-03
SPRINT NEXTEL CORPORATION	P	2009-09-10	2011-06-03
SPRINT NEXTEL CORPORATION	P	2009-09-10	2011-08-23
SPRINT NEXTEL CORPORATION	P	2009-09-15	2011-08-23
SPRINT NEXTEL CORPORATION	P	2009-09-28	2011-08-23
SPRINT NEXTEL CORPORATION	P	2009-10-06	2011-08-23
SPRINT NEXTEL CORPORATION	P	2009-09-15	2011-08-23
SPRINT NEXTEL CORPORATION	P	2009-10-13	2011-09-14
SPRINT NEXTEL CORPORATION	P	2009-10-06	2011-09-14
TELE NORTE LESTE	P	2006-01-26	2011-04-15
TELE NORTE LESTE	P	2006-01-26	2011-04-15
TELE NORTE LESTE	P	2006-01-17	2011-04-15
TELE NORTE LESTE	P	2006-01-13	2011-04-15
TELE NORTE LESTE	P	2006-01-27	2011-04-15
TELE NORTE LESTE	P	2006-05-22	2011-04-15
TELE NORTE LESTE	P	2006-01-26	2011-04-19
TELE NORTE LESTE	P	2006-01-26	2011-04-19
TELE NORTE LESTE	P	2006-01-17	2011-04-19
TELE NORTE LESTE	P	2006-01-13	2011-04-19
TELE NORTE LESTE	P	2006-01-27	2011-04-19
TELE NORTE LESTE	P	2006-05-22	2011-04-19
TELE NORTE LESTE	P	2006-05-22	2011-04-19
TELE NORTE LESTE	P	2006-05-30	2011-04-19
TELE NORTE LESTE	P	2006-05-30	2011-04-19
TELE NORTE LESTE	P	2006-05-30	2011-04-19
TELE NORTE LESTE	P	2006-08-30	2011-04-19
TELE NORTE LESTE	P	2006-08-30	2011-04-19

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
TELE NORTE LESTE	P	2006-08-31	2011-04-19
TELE NORTE LESTE	P	2006-09-11	2011-04-19
TELE NORTE LESTE	P	2007-02-12	2011-04-19
TELE NORTE LESTE	P	2007-12-20	2011-04-19
TELE NORTE LESTE	P	2006-05-22	2011-04-19
TELE NORTE LESTE	P	2006-05-30	2011-04-19
VERIZON COMMUNICATIONS	P	2005-08-04	2011-01-05
VERIZON COMMUNICATIONS	P	2005-08-10	2011-01-05
VERIZON COMMUNICATIONS	P	2006-01-17	2011-01-05
VERIZON COMMUNICATIONS	P	2005-06-21	2011-01-05
VERIZON COMMUNICATIONS	P	2006-01-23	2011-02-24
VERIZON COMMUNICATIONS	P	2009-07-17	2011-02-24
VERIZON COMMUNICATIONS	P	2009-09-09	2011-02-25
VERIZON COMMUNICATIONS	P	2009-09-16	2011-02-25
VERIZON COMMUNICATIONS	P	2009-09-02	2011-02-25
WALGREEN CO	P	2007-05-14	2011-10-24
WALGREEN CO	P	2007-07-12	2011-10-24
WALGREEN CO	P	2006-11-01	2011-10-24
WELLPOINT INC	P	2008-12-08	2011-01-18
WELLPOINT INC	P	2008-12-09	2011-01-18
WELLS FARGO CO MTN BE FR	P	2008-12-11	2011-06-02
WELLS FARGO CORP	P	2009-03-23	2011-08-01
WEYERHAEUSER CO	P	2008-12-12	2011-06-02
WEYERHAEUSER CO	P	2008-12-09	2011-06-02
WEYERHAEUSER CO	P	2009-04-29	2011-06-02
WEYERHAEUSER CO	P	2009-01-21	2011-06-02
WTS GENERAL MOTORS COMPANY	P	2008-06-04	2011-04-21
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-04-21
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-08-01
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-11-02

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
WTS GENERAL MOTORS COMPANY	P	2008-06-04	2011-04-21
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-04-21
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-08-01
WTS GENERAL MOTORS COMPANY	P	2008-06-25	2011-11-02
WPX ENERGY INC	P	2011-10-28	2011-12-31
RBC CAPITAL STOCK BASIS ADJUSTMENTS	P	2011-12-31	2011-12-31

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
233,995		314,400	-80,405
116,998		146,500	-29,502
233,996		310,783	-76,787
126,598		169,184	-42,586
40,399		165,600	-125,201
20,500		82,800	-62,300
40,999		141,245	-100,246
41,199		141,245	-100,046
7,500		193,793	-186,293
5,000		190,572	-185,572
302,399		302,399	0
299,594		299,594	0
149,797		172,300	-22,503
150,497		172,300	-21,803
150,497		157,000	-6,503
150,597		192,801	-42,204
150,597		192,803	-42,206
150,597		191,303	-40,706
454,491		360,852	93,639
454,491		350,200	104,291
454,291		352,200	102,091
500,000		500,000	0
77,230		136,500	-59,270
77,230		136,252	-59,022
77,230		134,600	-57,370
860,083		857,500	2,583
219,196		411,600	-192,404
164,909		280,200	-115,291
109,940		129,000	-19,060
54,899		64,500	-9,601

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
42,821		46,410	-3,589
54,899		59,500	-4,601
12,078		13,090	-1,012
17		396	-379
108,198		149,000	-40,802
108,198		117,956	-9,758
172,497		248,900	-76,403
174,497		244,500	-70,003
172,497		172,497	0
174,497		247,500	-73,003
182,836		198,800	-15,964
182,836		222,999	-40,163
182,836		260,003	-77,167
310,946		301,954	8,992
159,045		149,708	9,337
117,498		108,400	9,098
117,798		108,400	9,398
471,191		492,990	-21,799
75,000		73,941	1,059
240,000		236,424	3,576
100,000		100,520	-520
15,000		5,610	9,390
125,000		37,000	88,000
250,000		226,675	23,325
314,994		537,000	-222,006
210,996		385,800	-174,804
210,996		377,000	-166,004
105,498		194,800	-89,302
210,996		389,600	-178,604
334,194		224,500	109,694

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
334,194		240,500	93,694
334,794		228,800	105,994
335,494		228,800	106,694
157,000		154,045	2,955
252,000		252,000	0
250,000		250,000	0
230,000		223,675	6,325
56,496		139,805	-83,309
125,623		363,000	-237,377
83,898		216,400	-132,502
26,879		66,816	-39,937
215,426		319,638	-104,212
360,581		142,882	217,699
334,841		131,954	202,887
211,749		132,240	79,509
191,598		113,784	77,814
192,296		115,595	76,701
248,295		115,595	132,700
248,295		110,179	138,116
250,700		110,179	140,521
499,990		222,515	277,475
503,216		248,642	254,574
250,700		111,257	139,443
312,375		304,354	8,021
159,497		173,289	-13,792
318,994		214,785	104,209
476,991		72,000	404,991
484,491		72,000	412,491
305,550		300,768	4,782
180,397		352,500	-172,103

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
180,397		351,400	-171,003
180,397		350,600	-170,203
252,555		470,260	-217,705
15		7	8
4		2	2
1		3	-2
7		23	-16
7		23	-16
131,000		123,752	7,248
143,000		135,179	7,821
360,000		339,822	20,178
250,000		250,000	0
107,000		102,726	4,274
250,000		248,200	1,800
687,987		458,900	229,087
123,660		86,346	37,314
563,341		409,913	153,428
687,487		499,894	187,593
335,000		335,000	0
75,499		73,000	2,499
26,424		15,925	10,499
124,573		75,075	49,498
32,826		33,908	-1,082
119,128		122,892	-3,764
32,869		35,725	-2,856
153,597		165,200	-11,603
42,675		46,876	-4,201
150,398		99,000	51,398
19,658		16,501	3,157
29,294		24,589	4,705

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
324,540		272,411	52,129
6,225		2,440	3,785
56,024		21,960	34,064
157,345		61,527	95,818
217,048		83,320	133,728
64,749		23,953	40,796
45,324		18,375	26,949
35,845		14,532	21,313
307,323		124,593	182,730
54,599		54,599	0
109,198		197,754	-88,556
109,198		182,994	-73,796
54,799		91,497	-36,698
308,797		191,856	116,941
123,519		76,399	47,120
12,352		7,740	4,612
172,926		108,218	64,708
123,998		77,299	46,699
61,999		39,897	22,102
433,992		317,870	116,122
189,537		136,230	53,307
126,358		107,880	18,478
321,004		269,700	51,304
230,000		227,054	2,946
434,792		717,400	-282,608
129,998		14,831	115,167
129,998		14,831	115,167
32,999		105,800	-72,801
65,999		202,400	-136,401
32,999		77,300	-44,301

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,900		13,900	0
2,035		2,035	0
552,739		640,988	-88,249
176,997		109,800	67,197
117,998		72,200	45,798
33,499		36,100	-2,601
66,999		81,800	-14,801
100,498		115,800	-15,302
33,499		38,200	-4,701
33,500		40,900	-7,400
70,999		71,000	-1
70,999		76,400	-5,401
190,496		182,354	8,142
167,197		160,471	6,726
379,993		354,482	25,511
22,800		21,656	1,144
190,496		179,620	10,876
190,496		139,762	50,734
8		245	-237
7		215	-208
17		476	-459
1		29	-28
8		241	-233
8		188	-180
8		188	-180
187,096		128,178	58,918
8		172	-164
8		172	-164
8		179	-171
187,096		133,300	53,796

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8		173	-165
8		166	-158
25		528	-503
25		742	-717
187,096		139,762	47,334
187,096		128,178	58,918
557,994		475,561	82,433
373,794		312,186	61,608
374,894		295,109	79,785
185,998		163,421	22,577
355,198		289,964	65,234
355,198		274,778	80,420
357,493		289,741	67,752
719,986		564,089	155,897
357,493		283,772	73,721
19,368		24,917	-5,549
494,822		643,079	-148,257
342,793		418,500	-75,707
110,000		106,156	3,844
210,000		203,057	6,943
425,000		414,447	10,553
250,000		245,000	5,000
487,994		418,500	69,494
89,203		75,650	13,553
314,835		300,000	14,835
608,681		555,002	53,679
5		13	-8
2		3	-1
18		42	-24
		1	-1

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4		10	-6
1		3	-2
13		32	-19
		1	-1
11		11	0
		41,874	-41,874

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-80,405
			-29,502
			-76,787
			-42,586
			-125,201
			-62,300
			-100,246
			-100,046
			-186,293
			-185,572
			0
			0
			-22,503
			-21,803
			-6,503
			-42,204
			-42,206
			-40,706
			93,639
			104,291
			102,091
			0
			-59,270
			-59,022
			-57,370
			2,583
			-192,404
			-115,291
			-19,060
			-9,601

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3,589
			-4,601
			-1,012
			-379
			-40,802
			-9,758
			-76,403
			-70,003
			0
			-73,003
			-15,964
			-40,163
			-77,167
			8,992
			9,337
			9,098
			9,398
			-21,799
			1,059
			3,576
			-520
			9,390
			88,000
			23,325
			-222,006
			-174,804
			-166,004
			-89,302
			-178,604
			109,694

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			93,694
			105,994
			106,694
			2,955
			0
			0
			6,325
			-83,309
			-237,377
			-132,502
			-39,937
			-104,212
			217,699
			202,887
			79,509
			77,814
			76,701
			132,700
			138,116
			140,521
			277,475
			254,574
			139,443
			8,021
			-13,792
			104,209
			404,991
			412,491
			4,782
			-172,103

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-171,003
			-170,203
			-217,705
			8
			2
			-2
			-16
			-16
			7,248
			7,821
			20,178
			0
			4,274
			1,800
			229,087
			37,314
			153,428
			187,593
			0
			2,499
			10,499
			49,498
			-1,082
			-3,764
			-2,856
			-11,603
			-4,201
			51,398
			3,157
			4,705

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			52,129
			3,785
			34,064
			95,818
			133,728
			40,796
			26,949
			21,313
			182,730
			0
			-88,556
			-73,796
			-36,698
			116,941
			47,120
			4,612
			64,708
			46,699
			22,102
			116,122
			53,307
			18,478
			51,304
			2,946
			-282,608
			115,167
			115,167
			-72,801
			-136,401
			-44,301

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			0
			-88,249
			67,197
			45,798
			-2,601
			-14,801
			-15,302
			-4,701
			-7,400
			-1
			-5,401
			8,142
			6,726
			25,511
			1,144
			10,876
			50,734
			-237
			-208
			-459
			-28
			-233
			-180
			-180
			58,918
			-164
			-164
			-171
			53,796

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-165
			-158
			-503
			-717
			47,334
			58,918
			82,433
			61,608
			79,785
			22,577
			65,234
			80,420
			67,752
			155,897
			73,721
			-5,549
			-148,257
			-75,707
			3,844
			6,943
			10,553
			5,000
			69,494
			13,553
			14,835
			53,679
			-8
			-1
			-24
			-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			-2
			-19
			-1
			0
			-41,874

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES H PUTNEY	PRESIDENT 15 00	0	0	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				
ALICE MCCARTOR	DIRECTOR 3 00	50,000	0	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				
CHARLES WALKER	SECRETARY/DIRECTOR 15 00	50,000	0	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				
CHARLES ROOKS	DIRECTOR 5 00	30,000	0	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				
MARTHA RICHARDS	EXECUTIVE DIRECTOR 40 00	205,000	5,682	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				
WILLIAM SWINDELLS	DIRECTOR 5 00	30,000	0	0
520 SW YAMHILL STREET SUITE 520 PORTLAND, OR 97204				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND,OR 97209		PUBLIC	FUNDING PARTNERSHIP	178,000
OREGON PUBLIC BROADCASTING7140 SW MACADAM AVENUE PORTLAND,OR 972193099		PUBLIC	OREGON ART BEAT AND OREGON EXPERIENCE	400,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND,OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
DE LA SALLE NORTH CATHOLIC HIGH SCHOOL7528 N FENWICK PORTLAND,OR 97217		PUBLIC	STUDENT BODY EXPANSION PROJECT	50,000
COASTAL COMMUNITIES CULTURAL CENTER540 HIGHWAY 101 LINCOLN CITY,OR 97367		PUBLIC	HIRE AN EXECUTIVE DIRECTOR FOR THE LINCOLN CITY CULTURAL CENTER	15,000
IMAGO THEATREPO BOX 15182 PORTLAND,OR 972939581		PUBLIC	GENERAL OPERATING EXPENSES	10,000
OREGON BALLET THEATRE818 SE 6TH AVE PORTLAND,OR 972142329		PUBLIC	GENERAL OPERATING EXPENSES	300,000
OREGON SYMPHONY921 SW WASHINGTONSUITE 200 PORTLAND,OR 97205		PUBLIC	GENERAL OPERATING EXPENSES	500,000
OREGON SYMPHONY921 SW WASHINGTONSUITE 200 PORTLAND,OR 97205		PUBLIC	GENERAL OPERATING EXPENSES	500,000
PORTLAND ART MUSEUM1219 SW PARK AVENUE PORTLAND,OR 97205		PUBLIC	GENERAL OPERATING EXPENSES	400,000
PORTLAND CENTER STAGE128 NW 11TH AVE PORTLAND,OR 97209		PUBLIC	GENERAL OPERATING EXPENSES	200,000
PORTLAND CENTER STAGE128 NW 11TH AVE PORTLAND,OR 97209		PUBLIC	GENERAL OPERATING EXPENSES	200,000
BAG AND BAGGAGE PRODUCTIONS6085 NE ALDER STREET HILLSBORO,OR 97124		PUBLIC	CAPACITY BUILDING	5,000
NESKOWIN VALLEY SCHOOL 10005 SLAB CREEK ROAD NESKOWIN,OR 97149		PUBLIC	NESKOWIN COMMUNITY SCHOOL	10,000
PORTLAND OPERA ASSOCIATION810 SE BELMONT ST STUDIO 5 PORTLAND,OR 97214		PUBLIC	LARGE ARTS INITIATIVE	250,000
WORDSTOCK810 SE BELMONT ST STUDIO 5 PORTLAND,OR 97214		PUBLIC	DEVELOPMENT/MARKETING ADMIN SUPPORT	25,000
PLAYWRITEPO BOX 13420 PORTLAND,OR 97213		PUBLIC	GENERAL OPERATING EXPENSES	20,000
GILBERT HOUSE CHILDRENS MUSEUM116 MARION STREET NE SALEM,OR 97301		PUBLIC	ACCESS COMMUNITY OUTREACH PROGRAM	10,000
NEWSPACE CENTER FOR PHOTOGRAPHY1632 SE 10TH AVE PORTLAND,OR 97214		PUBLIC	BUILDING MANAGEMENT CAPACITY	5,000
OREGON STATE UNIVERSITY FOUNDATION850 SW 35TH STREET CORVALLIS,OR 97333		PUBLIC	EXPANDING THE SUPPLEMENTAL INSTRUCTION PROGRAM	25,000
TRIANGLE PRODUCTIONS1785 NE SANDY BLVD PORTLAND,OR 97232		PUBLIC	GENERAL OPERATING EXPENSES	20,000
SOUTHERN OREGON HISTORICAL SOCIETY106 N CENTRAL MEDFORD,OR 97501		PUBLIC	RESEARCH LIBRARY	5,000
LIVE WIRE RADIO3606 N MISSISSIPPI AVE PORTLAND,OR 97227		PUBLIC	BUILDING MARKETING CAPACITY	25,000
ARTISTS REPERTORY THEATRE 1515 SW MORRISON STREET PORTLAND,OR 97205		PUBLIC	GENERAL OPERATING EXPENSES	25,000
ENTERPRISE PUBLIC LIBRARY101 NE FIRST STREET ENTERPRISE,OR 97828		PUBLIC	CAPITAL IMPROVEMENTS TO EXISTING LIBRARY BUILDING	5,000
LITERARY ARTS224 NW 13TH AVENUE SUITE 306 PORTLAND,OR 97209		PUBLIC	CAPACITY BUILDING	20,000
METROPOLITAN YOUTH SYMPHONY4800 SW MACADAM SUITE 105 PORTLAND,OR 97239		PUBLIC	2010/2011 CONCERT SEASON	10,000
NORTHWEST CENTER FOR EDUCATIONAL OPTIONS10121 SE SUNNYSIDE ROAD CLACKAMAS,OR 97015		PUBLIC	GENERAL OPERATING EXPENSES	25,000
OREGON EPISCOPAL SCHOOL 6300 SW NICOL ROAD PORTLAND,OR 97223		PUBLIC	AARDVARKS ADVOCATE SKILLS & KNOWLEDGE PROGRAM	10,000
WHITE BIRD5620 SW EDGEMONT PLACE PORTLAND,OR 97239		PUBLIC	GENERAL OPERATING EXPENSES	37,500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

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a Paid during the year				
LAN SU CHINESE GARDENPO BOX 3706 PORTLAND,OR 972083706		PUBLIC	THE VISITOR EXPERIENCE MASTER PLAN	25,000
CHAMBER MUSIC NORTHWEST522 SW FIFTH AVE SUITE 920 PORTLAND,OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	50,000
HIGH DESERT MUSEUM59800 SOUTH HIGHWAY 97 BEND,OR 977027962		PUBLIC	CAPACITY BUILDING AND THE "CHANGING EXHIBITS" PROGRAM	25,000
SCHOOLHOUSE SUPPLIES2735 NE 82ND AVE PORTLAND,OR 97220		PUBLIC	BUILDING MARKETING CAPACITY	15,000
BLUE SKY GALLERY122 NW 8TH AVENUE PORTLAND,OR 97211		PUBLIC	GENERAL OPERATING EXPENSES	6,750
OREGON TECH FOUNDATION INC 3201 CAMPUS DRIVE KLAMATH FALLS,OR 976018801		PUBLIC	BUILDING FUNDRAISING CAPACITY	100,000
CROSSROADS CARNEGIE ART CENTER INC2020 AUBURN AVE BAKER CITY,OR 97814		PUBLIC	BUILDING STAFF CAPACITY	20,000
MIRACLE THEATRE GROUP425 SE 6TH AVE PORTLAND,OR 97214		PUBLIC	GENERAL OPERATING EXPENSES	10,000
ARTS CENTERLINN-BENTON REGIONAL ARTS COUNCIL700 SW MADISON AVENUE PORTLAND,OR 97333		PUBLIC	GLOBETROTTERS ARTS & CULTURE PROGRAM	15,000
YOUTH SYMPHONY OF SOUTHERN OREGONPO BOX 4291 MEDFORD,OR 97501		PUBLIC	2010-11 CONCERT SERIES	10,000
SOUTHERN OREGON UNIVERSITY FOUNDATION1250 SISKIYOU BLVD ASHLAND,OR 97250		PUBLIC	CHALLENGE GRANT IN SUPPORT OF THE SCHNEIDER MUSEUM OF ART	15,000
SALEM ART ASSOCIATION600 MISSION STREET SE SALEM,OR 97302		PUBLIC	GENERAL OPERATING EXPENSES	10,000
PORTLAND OPPORTUNITIES INDUSTRIALIZATION CENTER717 N KILLINGSWORTH COURT PORTLAND,OR 97217		PUBLIC	THE TRANSITIONS PROGRAM	30,000
LEADERSHIP & ENTREPRENEURSHIP CHARTER HIGH SCHOOL2044 E BURNSIDE STREET PORTLAND,OR 97241		PUBLIC	INCREASING FACULTY/STAFF CAPACITY	20,000
OREGON MUSEUM OF SCIENCE AND INDUSTRY1945 SE WATER AVENUE PORTLAND,OR 972143354		PUBLIC	GENERAL OPERATING EXPENSES	125,000
NW DOCUMENTARY115 SW ASH STREET SUITE 620 PORTLAND,OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	7,000
MOSIER COMMUNITY SCHOOLPO BOX 307 MOSIER,OR 97040		PUBLIC	BUILDING FUNDRAISING CAPACITY	5,000
MOSIER COMMUNITY SCHOOLPO BOX 307 MOSIER,OR 97040		PUBLIC	BUILDING FUNDRAISING CAPACITY	15,000
SALEMKEIZER COALITION FOR EQUALITYPO BOX 4296 SALEM,OR 97302		PUBLIC	PROGRAMS TO INCREASE PARENT AND FAMILY INVOLVEMENT IN SCHOOL	25,000
FEAR NO MUSICPO BOX 1262 PORTLAND,OR 97207		PUBLIC	PERFORMANCES OF "THE JULIET LETTERS" AND GUITARIST STEVEN MACKEY	5,000
BEAVERTON SCHOOL DISTRICT 16550 SW MERLO ROAD BEAVERTON,OR 97005		PUBLIC	ARTS FOR LEARNING LESSONS PROJECT	20,000
CURRY COUNTY LIBRARY FOUNDATION94341 3RD STREET GOLD BEACH,OR 97444		PUBLIC	CAPACITY BUILDING GRANT IN SUPPORT OF HARDWARE UPGRADES	16,000
CRATERIAN PERFORMANCES COMPANY23 S CENTRAL AVENUE MEDFORD,OR 97501		PUBLIC	GENERAL OPERATING EXPENSES	10,000
PROFILE THEATRE PROJECTPO BOX 14845 PORTLAND,OR 97293		PUBLIC	GENERAL OPERATING EXPENSES	15,000
OREGON COMMUNITY FOUNDATION - BONNIE BRONSON FUND1801 NW UPSHUR 510 PORTLAND,OR 97209		PUBLIC	BONNIE BRONSON EXHIBITION AND COLLECTION CATALOG	15,000
CASCADES THEATRICAL COMPANY148 NW GREENWOOD AVENUE BEND,OR 97701		PUBLIC	INCREASED STAFFING AND EQUIPMENT UPGRADES	15,000
CASCADE COMMUNITY SCHOOL OF MUSIC200 NW PACIFIC PARK LANE BEND,OR 97701		PUBLIC	GENERAL OPERATING EXPENSES	15,000
COLUMBIA GORGE ARTS IN EDUCATION1009 EUGENE STREET HOOD RIVER,OR 97031		PUBLIC	GENERAL OPERATING EXPENSES	10,000
PORTLAND READING FOUNDATIONPO BOX 80516 PORTLAND,OR 97280		PUBLIC	READING TEAM MODEL	15,000
PACIFIC NORTHWEST COLLEGE OF ART1241 NW JOHNSON STREET PORTLAND,OR 97209		PUBLIC	CHALLENGE GRANT TO BUILD AN ANNUAL FUND	40,000

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PORTLAND SYMPHONIC CHOIR PO BOX 1517 PORTLAND, OR 97207		PUBLIC	WEBSITE DEVELOPMENT	10,000
PORTLAND BAROQUE ORCHESTRA1020 SW TAYLOR ST SUITE 200 PORTLAND, OR 97205		PUBLIC	COLLABORATION WITH THE OREGON BACH FESTIVAL	50,000
PORTLAND GAY MENS CHORUS PO BOX 3223 PORTLAND, OR 97208		PUBLIC	BUILDING FUNDRAISING CAPACITY	10,000
CORNUCOPIA ARTS COUNCILPO BOX 921 HALFWAY, OR 97834		PUBLIC	SUMMER MUSIC FESTIVAL IN PINE VALLEY	5,000
I HAVE A DREAM FOUNDATION - OREGON1478 NE KILLINGSWORTH PORTLAND, OR 97211		PUBLIC	DREAMER SCHOOL PROJECT	200,000
PORTLAND CHILDREN'S MUSEUM 4015 SW CANYON ROAD PORTLAND, OR 97221		PUBLIC	EDUCATIONAL PROGRAMMING	30,000
ROGUE VALLEY CHORALE ASSOCIATION319 7TH STREET ROGUE RIVER, OR 97537		PUBLIC	BUILDING STAFF CAPACITY	13,500
MUSEUM OF CONTEMPORARY CRAFT724 NW DAVIS STREET PORTLAND, OR 97209		PUBLIC	CHALLENGE GRANT TO BUILD AN ANNUAL FUND	15,000
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND, OR 97209		PUBLIC	SPECIAL PROJECT CASH RESERVES FOR CLASS	60,000
OREGON COAST CHILDREN'S THEATREPO BOX 538 TOLEDO, OR 97391		PUBLIC	EXPANDING THE ARTS IN EDUCATION AND COMMUNITY ARTS INITIATIVE PROGRAMS	5,000
COOS ART MUSEUM235 ANDERSON AVENUE COOS BAY, OR 97240		PUBLIC	AMERICAN SOCIETY OF MARINE ARTISTS EXHIBIT	4,000
CHILDRENS INSTITUTE1221 SW YAHMHILL ST SUITE 260 PORTLAND, OR 97205		PUBLIC	EARLY LEARNING DEMONSTRATION INITIATIVE	25,000
SHADOW PROJECT6663 SW BEAVERTON HILLSDALE HWY 108 PORTLAND, OR 97225		PUBLIC	BUILDING FUNDRAISING CAPACITY	6,050
SOUTH BENTON COMMUNITY ENHANCEMENT ASSOCIATIONPO BOX 591 MONROE, OR 97456		PUBLIC	NEW LIBRARY BUILDING	50,000
PORTLAND JAPANESE GARDENPO BOX 3847 PORTLAND, OR 97208		PUBLIC	ART, CULTURE AND EDUCATIONAL PROGRAMS	25,000
HAND2MOUTH THEATRE6551 N MARYLAND AVE PORTLAND, OR 97217		PUBLIC	NEW THEATRE FOR OREGON AND BEYOND	10,000
MERCYCORPS45 SW ANKENY STREET PORTLAND, OR 97204		PUBLIC	BUILDING STAFF CAPACITY	20,000
OREGON HISTORICAL SOCIETY 1200 SOUTHWEST PARK AVE PORTLAND, OR 97205		PUBLIC	BUILDING FUNDRAISING CAPACITY AND GENERAL OPERATING EXPENSES	50,000
PHAME ACADEMY OF FINE ARTS 1631 NE BROADWAY 134 PORTLAND, OR 97232		PUBLIC	GENERAL OPERATING EXPENSES	5,000
PORTLAND YOUTH PHILHARMONIC ASSOCIATION 421 SW 6TH AVENUE SUITE 1350 PORTLAND, OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	25,000
ACE ACADEMY4222 NORTHEAST 158TH AVENUE PORTLAND, OR 97230		PUBLIC	TEACHING AWARD	4,573
ACE ACADEMY4222 NORTHEAST 158TH AVENUE PORTLAND, OR 97230		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
CENTRAL POINT SCHOOL DISTRICT 6300 ASH STREET CENTRAL POINT, OR 97502		PUBLIC	TEACHING AWARD	4,785
CENTRAL POINT SCHOOL DISTRICT 6300 ASH STREET CENTRAL POINT, OR 97502		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
BEND SR HIGH SCHOOL320 NE 6TH STREET BEND, OR 97701		PUBLIC	TEACHING AWARD	2,240
BEND SR HIGH SCHOOL320 NE 6TH STREET BEND, OR 97701		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
CENTURY HIGH SCHOOL2000 SE CENTURY BLVD HILLSBORO, OR 97123		PUBLIC	TEACHING AWARD	4,340
CENTURY HIGH SCHOOL2000 SE CENTURY BLVD HILLSBORO, OR 97123		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
CORVALLIS SCHOOL DISTRICT 1555 SW 35TH STREET CORVALLIS, OR 97330		PUBLIC	TEACHING AWARD	5,000
CORVALLIS SCHOOL DISTRICT 1555 SW 35TH STREET CORVALLIS, OR 97330		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000

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HOOD RIVER COUNTY SCHOOL DISTRICT1011 EUGENE STREET HOOD RIVER,OR 97301		PUBLIC	TEACHING AWARD	2,770
HOOD RIVER COUNTY SCHOOL DISTRICT1011 EUGENE STREET HOOD RIVER,OR 97301		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
JACKSON COUNTY SCHOOL DISTRICT #911 NORTH ROYAL AVENUE EAGLE POINT,OR 97524		PUBLIC	TEACHING AWARD	4,847
JACKSON COUNTY SCHOOL DISTRICT #911 NORTH ROYAL AVENUE EAGLE POINT,OR 97524		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
CRATER SCHOOL OF BUSINESS INNOVATION AND SCIENCE655 N THIRD STREET CENTRAL POINT,OR 97502		PUBLIC	TEACHING AWARD	1,057
CRATER SCHOOL OF BUSINESS INNOVATION AND SCIENCE655 N THIRD STREET CENTRAL POINT,OR 97502		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
DAVID DOUGLAS HIGH SCHOOL 1001 SE 135TH AVE PORTLAND,OR 97233		PUBLIC	TEACHING AWARD	3,246
DAVID DOUGLAS HIGH SCHOOL 1001 SE 135TH AVE PORTLAND,OR 97233		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
DAYVILLE SCHOOL DISRICT285 SCHOOL HOUSE ROAD DAYVILLE,OR 97825		PUBLIC	TEACHING AWARD	2,732
DAYVILLE SCHOOL DISRICT285 SCHOOL HOUSE ROAD DAYVILLE,OR 97825		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
JOSEPH SCHOOL DISTRICTPO BOX W JOSEPH,OR 97846		PUBLIC	TEACHING AWARD	2,735
JOSEPH SCHOOL DISTRICTPO BOX W JOSEPH,OR 97846		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
ESTACADA HIGH SCHOOL355 NE 6TH STREET ESTACADA,OR 97023		PUBLIC	TEACHING AWARD	1,832
ESTACADA HIGH SCHOOL355 NE 6TH STREET ESTACADA,OR 97023		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
GASTON HIGH SCHOOLPO BOX 68 GASTON,OR 97119		PUBLIC	TEACHING AWARD	5,000
GASTON HIGH SCHOOLPO BOX 68 GASTON,OR 97119		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
HARRIET TUBMAN LEADERSHIP ACADEMY FOR YOUNG WOMEN 2231 N FLINT AVE PORTLAND,OR 97227		PUBLIC	TEACHING AWARD	5,000
HARRIET TUBMAN LEADERSHIP ACADEMY FOR YOUNG WOMEN 2231 N FLINT AVE PORTLAND,OR 97227		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
HOOD RIVER COUNTY SCHOOL DISTRICT1011 EUGENE STREET HOOD RIVER,OR 97031		PUBLIC	TEACHING AWARD	4,991
HOOD RIVER COUNTY SCHOOL DISTRICT1011 EUGENE STREET HOOD RIVER,OR 97031		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
KINGS VALLEY CHARTER SCHOOL 38840 KINGS VALLEY HWY PHILOMATH,OR 97370		PUBLIC	TEACHING AWARD	4,841
KINGS VALLEY CHARTER SCHOOL 38840 KINGS VALLEY HWY PHILOMATH,OR 97370		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
LEADERSHIP AND ENTREPRENEURSHIP PUBLIC CHARTER SCHOOL2044 E BURNSIDE PORTLAND,OR 97214		PUBLIC	TEACHING AWARD	5,000
LEADERSHIP AND ENTREPRENEURSHIP PUBLIC CHARTER SCHOOL2044 E BURNSIDE PORTLAND,OR 97214		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
MILWAUKIE HIGH SCHOOL11300 SE 23RD AVE MILWAUKIE,OR 97222		PUBLIC	TEACHING AWARD	1,958
MILWAUKIE HIGH SCHOOL11300 SE 23RD AVE MILWAUKIE,OR 97222		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
MULTNOMAH EDUCATION SERVICE DISTRICT11611 NE AINSWORTH CIRCLE PORTLAND,OR 97060		PUBLIC	TEACHING AWARD	1,360
MULTNOMAH EDUCATION SERVICE DISTRICT11611 NE AINSWORTH CIRCLE PORTLAND,OR 97060		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
NEWBERG HIGH SCHOOL2400 DOUGLAS AVE NEWBERG,OR 97132		PUBLIC	TEACHING AWARD	4,176
NEWBERG HIGH SCHOOL2400 DOUGLAS AVE NEWBERG,OR 97132		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000

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PARKROSE HIGH SCHOOL 12003 NE SHAVER ST PORTLAND,OR 97220		PUBLIC	TEACHING AWARD	2,540
PARKROSE HIGH SCHOOL 12003 NE SHAVER ST PORTLAND,OR 97220		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
PERRYDALE SCHOOL DISTRICT7445 PERRYDALE RD AMITY,OR 97101		PUBLIC	TEACHING AWARD	5,000
PERRYDALE SCHOOL DISTRICT7445 PERRYDALE RD AMITY,OR 97101		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
PHOENIX-TALENT SCHOOL DISTRICTPO BOX 698 PHOENIX,OR 97535		PUBLIC	TEACHING AWARD	4,925
PHOENIX-TALENT SCHOOL DISTRICTPO BOX 698 PHOENIX,OR 97535		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	TEACHING AWARD	1,000
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	STUDENT ACHIEVEMENT GRANT	3,039
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	TEACHING AWARD	3,738
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
SCAPPOOSE HIGH SCHOOL 33700 SE HIGH SCHOOL WAY SCAPPOOSE,OR 97056		PUBLIC	TEACHING AWARD	4,775
SCAPPOOSE HIGH SCHOOL 33700 SE HIGH SCHOOL WAY SCAPPOOSE,OR 97056		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
NORTH EUGENE HIGH SCHOOL 200 SILVER LANE EUGENE,OR 97401		PUBLIC	TEACHING AWARD	5,000
NORTH EUGENE HIGH SCHOOL 200 SILVER LANE EUGENE,OR 97401		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
SCIO SCHOOL DISTRICT 38875 NW 1ST AVE SCIO,OR 97374		PUBLIC	TEACHING AWARD	4,760
SCIO SCHOOL DISTRICT 38875 NW 1ST AVE SCIO,OR 97374		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	TEACHING AWARD	3,680
ROOSEVELT HIGH SCHOOL 6941 N CENTRAL STREET PORTLAND,OR 97203		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
TILLAMOOK SCHOOL DISTRICT #92510 1ST STREET TILLAMOOK,OR 97918		PUBLIC	TEACHING AWARD	4,950
TILLAMOOK SCHOOL DISTRICT #92510 1ST STREET TILLAMOOK,OR 97918		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
VALE HIGH SCHOOL505 VIKING DRIVE VALE,OR 97502		PUBLIC	TEACHING AWARD	3,571
VALE HIGH SCHOOL505 VIKING DRIVE VALE,OR 97502		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
CENTRAL POINT SCHOOL DISTRICT 6300 ASH STREET CENTRAL POINT,OR 97103		PUBLIC	TEACHING AWARD	4,785
CENTRAL POINT SCHOOL DISTRICT 6300 ASH STREET CENTRAL POINT,OR 97103		PUBLIC	STUDENT ACHIEVEMENT GRANT	1,000
ASTORIA MUSIC FESTIVAL PO BOX 113 ASTORIA,OR 97501		PUBLIC	PROGRAM SUPPORT- EXHIBITION PERFORMANCE COSTS	10,000
PETER BRITT GARDENS MUSIC AND ARTS FESTIVAL ASSOCIATION216 WEST MAIN STREETPOST OFFICE BOX 1124 MEDFORD,OR 97045		PUBLIC	GENERAL OPERATING SUPPORT	15,000
CLACKAMAS COMMUNITY COLLEGE FOUNDATION 19600 MOLALLA AVENUE OREGON CITY,OR 97401		PUBLIC	THEATRICAL PRODUCTION OF OKLAHOMA!	5,000
EUGENE SYMPHONY ASSOCIATION115 WEST 8TH AVENUE SUITE 115 EUGENE,OR 97031		PUBLIC	PROGRAM SUPPORT - EXHIBITION/PERFORMANCE/PRODUCTION COSTS	10,000
HOOD RIVER COUNTY LIBRARY DISTRICT502 STATE STREET HOOD RIVER,OR 97205		PUBLIC	GENERAL OPERATING SUPPORT	15,000
INDEPENDENT PUBLISHING RESOURCE CENTER917 SW OAK 218 PORTLAND,OR 97222		PUBLIC	CAPACITY BUILDING PLANNING	15,000

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LA SALLE CATHOLIC COLLEGE PREPARATORY11999 SE FULLER ROAD MILWAUKIE,OR 97402		PUBLIC	A THREE-YEAR GRANT IN SUPPORT OF TEACHER AND CURRICULUM DEVELOPMENT	30,000
LANE COUNTY SCHOOL DISTRICT 4J200 NORTH MONROE EUGENE,OR 97204		PUBLIC	AVID PROGRAM	20,000
LIBRARY FOUNDATION620 SW FIFTH AVE SUITE 1025 PORTLAND,OR 97242		PUBLIC	GENERAL OPERATING SUPPORT	25,000
NORTHWEST PROFESSIONAL DANCE PROJECTPO BOX 42488 PORTLAND,OR 97205		PUBLIC	GENERAL OPERATING SUPPORT	20,000
OREGON COMMUNITY FOUNDATION1221 SW YAMHILL SUITE 100 PORTLAND,OR 972083588		PUBLIC	PROGRAM SUPPORT - PROGRAM DEVELOPMENT/EXPANSION	32,500
OREGON CULTURAL HERITAGE COMMISSIONPO BOX 3588 PORTLAND,OR 97207		PUBLIC	CAPACITY BUILDING	3,000
PORTLAND FESTIVAL SYMPHONY PO BOX 585 PORTLAND,OR 97210		PUBLIC	GENERAL OPERATING SUPPORT	5,000
PUBLIC HOUSE THEATRE COMPANYC/O COHO THEATRE 2257 NW RALEIGH STREET PORTLAND,OR 97205		PUBLIC	PROGRAM SUPPORT - PROGRAM DEVELOPMENT/EXPANSION	3,000
SATURDAY ACADEMY830 SW 10TH AVE SUITE 200 PORTLAND,OR 972271265		PUBLIC	GENERAL OPPERATING SUPPORT	25,000
SELF ENHANCEMENT INC3920 N KERBY AVENUE PORTLAND,OR 97470		PUBLIC	CAPACITY BUILDING - MANAGEMENT	100,000
UMPQUA SYMPHONY ASSOCIATIONPO BOX 241 ROSEBURG,OR 97213		PUBLIC	EXPANDING MUSIC PROGRAMS	2,500
YOUNG MUSICIANS & ARTISTS PO BOX 13277 PORTLAND,OR 97801		PUBLIC	CAPACITY BUILDING	12,000
BLUE MOUNTAIN COMMUNITY COLLEGE FOUNDATIONPO BOX 100 PENDLETON,OR 977015998		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
CENTRAL OREGON COMMUNITY COLLEGE FOUNDATION2600 NW COLLEGE WAY BEND,OR 97309		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
CHEMEKETA COMMUNITY COLLEGE FOUNDATIONPO BOX 14007 SALEM,OR 97045		PUBLIC	COMMUNITY COLLEGE INITIATIVE	150,000
CLACKAMAS COMMUNITY COLLEGE FOUNDATION19600 MOLALLA AVENUE OREGON CITY,OR 97103		PUBLIC	COMMUNITY COLLEGE INITIATIVE	110,000
CLATSOP COMMUNITY COLLEGE FOUNDATION1653 JEROME AVE ASTORIA,OR 97058		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
COLUMBIA GORGE COMMUNITY COLLEGE FOUNDATION400 EAST SCENIC DRIVE THE DALLES,OR 97405		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
LANE COMMUNITY COLLEGE FOUNDATION4000 E 30TH AVE EUGENE,OR 97321		PUBLIC	COMMUNITY COLLEGE INITIATIVE	150,000
LINN-BENTON COMMUNITY COLLEGE FOUNDATION6500 SW PACIFIC BLVD ALBANY,OR 97030		PUBLIC	COMMUNITY COLLEGE INITIATIVE	90,000
MT HOOD COMMUNITY COLLEGE FOUNDATION26000 SE STARK ST GRESHAM,OR 97366		PUBLIC	COMMUNITY COLLEGE INITIATIVE	120,000
OREGON COAST COMMUNITY COLLEGE FOUNDATION400 SE COLLEGE WAY NEWPORT,OR 97280		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
PORTLAND COMMUNITY COLLEGE FOUNDATIONPO BOX 19000 PORTLAND,OR 97527		PUBLIC	COMMUNITY COLLEGE INITIATIVE	320,000
ROGUE COMMUNITY COLLEGE FOUNDATION3345 REDWAY HIGHWAY GRANTS PASS,OR 97420		PUBLIC	COMMUNITY COLLEGE INITIATIVE	60,000
SOUTHWESTERN OREGON COMMUNITY COLLEGE FOUNDATION1988 NEWMARK AVE COOS BAY,OR 97141		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
TILLAMOOK BAY COMMUNITY COLLEGE FOUNDATION4301 THIRD STREET TILLAMOOK,OR 97914		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
TREASURE VALLEY COMMUNITY COLLEGE FOUNDATION650 COLLEGE BLVD ONTARIO,OR 97470		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
UMPQUA COMMUNITY COLLEGE FOUNDATIONPO BOX 967 ROSEBURG,OR 97210		PUBLIC	COMMUNITY COLLEGE INITIATIVE	50,000
CHESS FOR SUCCESS2701 NW VAUGHN SUITE 101 PORTLAND,OR 97141		PUBLIC	PROGRAM EXPANSION	20,000
MONDAY MUSICAL CLUB OF TILLAMOOK6415 WESTWOOD COURT TILLAMOOK,OR 97365		PUBLIC	BRINGING THE VIENNA BOYS' CHOIR TO THE 2011-12 SEASON OPENING	4,000

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OREGON COAST AQUARIUM2820 SE FERRY SLIP RD NEWPORT,OR 97205		PUBLIC	GENERAL OPERATING EXPENSES	50,000
OREGON MENTORS1221 SW YAMHILL STREET SUITE 260 PORTLAND,OR 97201		PUBLIC	MENTORING PROGRAMS	20,000
PORTLAND ACTORS CONSERVATORY1436 SW MONTGOMERY PORTLAND,OR 97292		PUBLIC	CAMPAIGN TO INCREASE APPLICANT POOL	20,000
SERENDIPITY CENTER INCPO BOX 33350 PORTLAND,OR 97281		PUBLIC	LEARNING SPECIALIST TO TRAIN TEACHERS	15,000
CLASSIC GREEK THEATRE OF OREGONPO BOX 23908 PORTLAND,OR 97223		PUBLIC	TOURING PRODUCTION OF IPHIGENIA IN TAURIS	7,500
BROADWAY ROSE THEATRE COMPANY12850 SW GRANT AVENUE TIGARD,OR 97203		PUBLIC	HIRING A STRATEGIC PLANNING CONSULTANT	15,000
CATHEDRAL PARK JAZZ FESTIVAL 7325 N ALTA AVE PORTLAND,OR 97217		PUBLIC	TRANSITIONING TO PAID STAFF	10,000
PORTLAND PLAYHOUSE4307 N COMMERCIAL AVE PORTLAND,OR 972027798		PUBLIC	BUILDING STAFF CAPACITY	30,000
REED COLLEGE3203 SE WOODSTOCK BLVD PORTLAND,OR 97501		PUBLIC	IMPROVEMENTS TO THE THEATRE ARTS PROGRAM	32,893
SOUTH MEDFORD HIGH SCHOOL 1551 CUNNINGHAM AVENUE MEDFORD,OR 97520		PUBLIC	LEADERSHIP/LINKS PROGRAM	20,000
ROGUE VALLEY SYMPHONY ASSOCIATION1250 SISKIYOU BLVD ASHLAND,OR 97801		PUBLIC	DATABASE AND COMPUTER HARDWARE UPGRADE PROJECT	3,200
CHILDRENS MUSEUM OF EASTERN OREGON400 SOUTH MAIN STREET PENDLETON,OR 97709		PUBLIC	ART ROOM ENHANCEMENTS	5,000
NATURE OF WORDSPO BOX 56 BEND,OR 97209		PUBLIC	GENERAL OPERATING EXPENSES	5,000
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND,OR 97209		PUBLIC	TO FUND A POSITION TO SUPPORT THE STATE'S OREGON EDUCATION INVESTMENT BOARD	20,000
PORTLAND OPERA ASSOCIATION 211 SE CARUTHERS ST PORTLAND,OR 97214		PUBLIC	GENERAL OPERATING SUPPORT	250,000
Total  3a				8,339,639

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
DEFUNKT THEATRE4319 SE HAWTHORNE BLVD PORTLAND,OR 97215		PUBLIC	IN SUPPORT OF TWO MAIN STAGE PRODUCTIONS AT THE BACK DOOR THEATER	3,250
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND,OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
SOUTHERN OREGON HISTORICAL SOCIETY106 N CENTRAL MEDFORD,OR 97501		PUBLIC	RESEARCH LIBRARY	5,000
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF THE CLASS PROJECT	206,500
CHAMBER MUSIC NORTHWEST522 SW FIFTH AVE SUITE 920 PORTLAND,OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	50,000
EASTERN OREGON REGIONAL ARTS COUNCIL DBA ARTSEASTPO BOX 541 LA GRANDE,OR 97850		PUBLIC	IN SUPPORT OF ARTS LEARNING OPPORTUNITIES IN EASTERN OREGON	10,000
FILM ACTION OREGON4122 NE SANDY BLVD PORTLAND,OR 97212		PUBLIC	IN SUPPORT OF DIGITAL PROJECTION EQUIPMENT UPGRADES	15,000
FISHTRAPPOST OFFICE BOX 38 ENTERPRISE,OR 97828		PUBLIC	IN SUPPORT OF BUILDING ADMINISTRATIVE, COMMUNICATION, AND FINANCIAL CAPACITY	10,000
HIGH DESERT MUSEUM59800 SOUTH HIGHWAY 97 BEND,OR 977027962		PUBLIC	CAPACITY BUILDING AND THE "CHANGING EXHIBITS" PROGRAM	25,000
LEADERSHIP & ENTREPRENEURSHIP CHARTER HIGH SCHOOL2044 E BURNSIDE STREET PORTLAND,OR 97241		PUBLIC	INCREASING FACULTY/STAFF CAPACITY	20,000
MIRACLE THEATRE GROUP425 SE 6TH AVE PORTLAND,OR 97214		PUBLIC	GENERAL OPERATING EXPENSES	10,000
OREGON MUSEUM OF SCIENCE AND INDUSTRY1945 SE WATER AVENUE PORTLAND,OR 972143354		PUBLIC	GENERAL OPERATING EXPENSES	125,000
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND,OR 972193099		PUBLIC	OREGON ART BEAT AND OREGON EXPERIENCE	400,000
OREGON TECH FOUNDATION INC 3201 CAMPUS DRIVE KLAMATH FALLS,OR 976018801		PUBLIC	BUILDING FUNDRAISING CAPACITY	75,000
PACIFIC YOUTH CHOIR3716 SW MT ADAMS DRIVE PORTLAND,OR 97239		PUBLIC	IN SUPPORT OF GENERAL OPERATIN EXPENSES	4,000
PORTLAND COLUMBIA SYMPHONY PO BOX 6559 PORTLAND,OR 97228		PUBLIC	IN SUPPORT OF CONCERT ACTIVITIES OF THE 30TH ANNIVERSARY SEASON (2011-2012)	7,500
PORTLAND JAZZ FESTIVAL INC133 SW SECOND AVE SUITE 420 PORTLAND,OR 97204		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	5,000
SALEM ART ASSOCIATION600 MISSION STREET SE SALEM,OR 97302		PUBLIC	GENERAL OPERATING EXPENSES	10,000
SALEMKEIZER COALITION FOR EQUALITYPO BOX 4296 SALEM,OR 97302		PUBLIC	PROGRAMS TO INCREASE PARENT AND FAMILY INVOLVEMENT IN SCHOOL	25,000
SCHOOLHOUSE SUPPLIES2735 NE 82ND AVE PORTLAND,OR 97220		PUBLIC	BUILDING MARKETING CAPACITY	15,000
THE ARTS CENTERLINN-BENTON REGIONAL ARTS CENTER700 SW MADISON AVENUE PORTLAND,OR 97333		PUBLIC	GLOBETROTTERS ARTS & CULTURE PROGRAM	10,000
THIRD ANGLE NEW MUSIC ENSEMBLEPO BOX 28225 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	5,000
THIRD RAIL REPERTORY THEATRE PO BOX 96063 PORTLAND,OR 97296		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	20,000
CASCADE COMMUNITY SCHOOL OF MUSIC200 NW PACIFIC PARK LANE BEND,OR 97701		PUBLIC	GENERAL OPERATING EXPENSES	10,000
CREATIVE ADVOCACY NETWORK 3242 NE 12TH AVENUE PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF PUBLIC OUTREACH PROGRAMS	30,000
PORTLAND GAY MEN'S CHORUSPO BOX 3223 PORTLAND,OR 97208		PUBLIC	BUILDING FUNDRAISING CAPACITY	10,000
ROGUE VALLEY CHORALE ASSOCIATION1250 SISKIYOU BLVD ASHLAND,OR 97520		PUBLIC	IN SUPPORT OF THE PURCHASE OF SOFTWARE AND HARDWARE TO IMPROVE PATRON RELATIONS	12,500
TEARS OF JOY THEATRE323 NE WYGANT STREET 201 PORTLAND,OR 97211		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	30,000
BEAVERTON SCHOOL DISTRICT 16550 SW MERLO ROAD BEAVERTON,OR 97005		PUBLIC	ARTS FOR LEARNING LESSONS PROJECT	20,000
IMAGO THEATREPO BOX 15182 PORTLAND,OR 972939581		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	10,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
NORTHWEST FILM CENTER1219 SW SALMON PORTLAND,OR 97205		PUBLIC	IN SUPPORT OF ONGOING FILM EXHIBITION PROGRAMS	15,000
CRATERIAN PERFORMANCES COMPANY23 S CENTRAL AVENUE MEDFORD,OR 97501		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES FOR THE 2011-12 PERFORMANCE SEASON	10,000
PDX SUMMER SCHOOL3126 SE ANKENY ST PORTLAND,OR 97214		PUBLIC	IN SUPPORT OF TEACHER SALARIES	5,000
PORTLAND INSTITUTE FOR CONTEMPORARY ART224 NW 13TH AVE 305 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF BUILDING DEVELOPMENT CAPACITY	20,000
OREGON COAST CHILDRENS THEATREPO BOX 538 TOLEDO,OR 97391		PUBLIC	IN SUPPORT OF EXPANDING THE ARTS IN EDUCATION AND COMMUNITY ARTS INITIATIVE PROGRAMS	5,000
PHAME ACADEMY OF FINE ARTS 1631 NE BROADWAY 134 PORTLAND,OR 97232		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	5,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND,OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND YOUTH PHILHARMONIC ASSOCIATION 421 SW 6TH AVENUE SUITE 1350 PORTLAND,OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	25,000
PETER BRITT GARDENS MUSIC AND ARTS FESTIVAL ASSOCIATION216 WEST MAIN STREET MEDFORD,OR 97501		PUBLIC	IN SUPPORT OF THE BRITT CLASSICAL FESTIVAL	10,000
ARTS CENTRAL15 SW COLORADO SUITE 260 BEND,OR 97702		PUBLIC	IN SUPPORT OF BUILDING ADMINISTRATIVE CAPACITY AND GENERAL OPERATING EXPENSES	10,000
PORTLAND READING FOUNDATIONPO BOX 80516 PORTLAND,OR 97280		PUBLIC	IN SUPPORT OF SUSTAINABLE PROGRAM EXPANSION	25,000
PROFILE THEATRE PROJECTPO BOX 14845 PORTLAND,OR 97293		PUBLIC	GENERAL OPERATING EXPENSES	15,000
THE OREGON COMMUNITY FOUNDATION1221 SW YAMHILL SUITE 100 PORTLAND,OR 972083588		PUBLIC	PROGRAM SUPPORT - PROGRAM DEVELOPMENT/EXPANSION	17,500
I HAVE A DREAM FOUNDATION - OREGON1478 NE KILLINGSWORTH PORTLAND,OR 97211		PUBLIC	IN SUPPORT OF THE DREAMER SCHOOL PROJECT	200,000
LA SALLE CATHOLIC COLLEGE PREPARATORY11999 SE FULLER ROAD MILWAUKIE,OR 97222		PUBLIC	IN SUPPORT OF TEACHER AND CURRICULUM DEVELOPMENT	20,000
PORTLAND ACTORS CONSERVATORY1436 SW MONTGOMERY PORTLAND,OR 97201		PUBLIC	IN SUPPORT OF A NEW CAMPAIGN TO INCREASE THE CONSERVATORY'S APPLICANT POOL	20,000
REGIONAL ARTS & CULTURE COUNCIL108 NW 9TH AVENUE SUITE 300 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF THE RIGHT BRAIN INITIATIVE	50,000
PORTLAND CHILDRENS MUSEUM 4015 SW CANYON ROAD PORTLAND,OR 97221		PUBLIC	EDUCATIONAL PROGRAMMING	30,000
REED COLLEGE3203 SE WOODSTOCK BLVD PORTLAND,OR 972027798		PUBLIC	IN SUPPORT OF IMPROVEMENTS TO THE THEATRE ARTS PROGRAM	199,999
COASTAL COMMUNITIES CULTURAL CENTER540 HIGHWAY 101 LINCOLN CITY,OR 97367		PUBLIC	HIRE AND EXECUTIVE DIRECTOR FOR THE LINCOLN CITY CULTURAL CENTER	10,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND,OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF THE CLASS PROJECT	206,500
FISHTRAPPOST OFFICE BOX 38 ENTERPRISE,OR 97828		PUBLIC	IN SUPPORT OF BUILDING ADMINISTRATIVE, COMMUNICATION, AND FINANCIAL CAPACITY	10,000
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND,OR 972193099		PUBLIC	OREGON ART BEAT AND OREGON EXPERIENCE	300,000
THIRD ANGLE NEW MUSIC ENSEMBLEPO BOX 28225 PORTLAND,OR 97209		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	5,000
ROGUE VALLEY CHORALE ASSOCIATION1250 SISKIYOU BLVD ASHLAND,OR 97520		PUBLIC	IN SUPPORT OF THE PURCHASE OF SOFTWARE AND HARDWARE TO IMPROVE PATRON RELATIONS	10,000
BEAVERTON SCHOOL DISTRICT 16550 SW MERLO ROAD BEAVERTON,OR 97005		PUBLIC	ARTS FOR LEARNING LESSONS PROJECT	20,000
IMAGO THEATREPO BOX 15182 PORTLAND,OR 972939581		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	10,000
NORTHWEST FILM CENTER1219 SW SALMON PORTLAND,OR 97205		PUBLIC	IN SUPPORT OF ONGOING FILM EXHIBITION PROGRAMS	15,000
PDX SUMMER SCHOOL3126 SE ANKENY ST PORTLAND,OR 97214		PUBLIC	IN SUPPORT OF TEACHER SALARIES	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
b <i>Approved for future payment</i>				
PORTLAND INSTITUTE FOR CONTEMPORARY ART224 NW 13TH AVE 305 PORTLAND, OR 97209		PUBLIC	IN SUPPORT OF BUILDING DEVELOPMENT CAPACITY	20,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND YOUTH PHILHARMONIC ASSOCIATION 421 SW 6TH AVENUE SUITE 1350 PORTLAND, OR 97204		PUBLIC	GENERAL OPERATING EXPENSES	25,000
PORTLAND READING FOUNDATIONPO BOX 80516 PORTLAND, OR 97280		PUBLIC	IN SUPPORT OF SUSTAINABLE PROGRAM EXPANSION	25,000
I HAVE A DREAM FOUNDATION - OREGON1478 NE KILLINGSWORTH PORTLAND, OR 97211		PUBLIC	IN SUPPORT OF THE DREAMER SCHOOL PROJECT	200,000
LA SALLE CATHOLIC COLLEGE PREPARATORY11999 SE FULLER ROAD MILWAUKIE, OR 97222		PUBLIC	IN SUPPORT OF TEACHER AND CURRICULUM DEVELOPMENT	10,000
REGIONAL ARTS & CULTURE COUNCIL108 NW 9TH AVENUE SUITE 300 PORTLAND, OR 97209		PUBLIC	IN SUPPORT OF THE RIGHT BRAIN INITIATIVE	50,000
REED COLLEGE3203 SE WOODSTOCK BLVD PORTLAND, OR 972027798		PUBLIC	IN SUPPORT OF IMPROVEMENTS TO THE THEATRE ARTS PROGRAM	67,108
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
CHALKBOARD PROJECT221 NW 2ND AVE SUITE 203 PORTLAND, OR 97209		PUBLIC	IN SUPPORT OF THE CLASS PROJECT	206,500
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND, OR 972193099		PUBLIC	OREGON ART BEAT AND OREGON EXPERIENCE	300,000
BEAVERTON SCHOOL DISTRICT 16550 SW MERLO ROAD BEAVERTON, OR 97005		PUBLIC	ARTS FOR LEARNING LESSONS PROJECT	20,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
I HAVE A DREAM FOUNDATION - OREGON1478 NE KILLINGSWORTH PORTLAND, OR 97211		PUBLIC	IN SUPPORT OF THE DREAMER SCHOOL PROJECT	200,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
BEAVERTON SCHOOL DISTRICT 16550 SW MERLO ROAD BEAVERTON, OR 97005		PUBLIC	ARTS FOR LEARNING LESSONS PROJECT	20,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
I HAVE A DREAM FOUNDATION - OREGON1478 NE KILLINGSWORTH PORTLAND, OR 97211		PUBLIC	IN SUPPORT OF THE DREAMER SCHOOL PROJECT	200,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
PORTLAND STATE UNIVERSITY FOUNDATIONPO BOX 751 PORTLAND, OR 97207		PUBLIC	SUSTAINABILITY INITIATIVES	1,250,000
BENTON COUNTY HISTORICAL SOCIETY1101 MAIN STREET PHILOMATH, OR 97370		PUBLIC	IN SUPPORT OF COLLECTION PRESERVATION SYSTEM IMPROVEMENTS	25,000
ETHOS MUSIC CENTER10 N KILLINGSWORTH STREET PORTLAND, OR 97217		PUBLIC	IN SUPPORT OF A RURAL MUSIC CORPS PROGRAM	25,000
ETHOS MUSIC CENTER10 N KILLINGSWORTH STREET PORTLAND, OR 97217		PUBLIC	IN SUPPORT OF A RURAL MUSIC CORPS PROGRAM	25,000
LAKE COUNTY LIBRARY DISTRICT 513 CENTER STREET LAKEVIEW, OR 97603		PUBLIC	IN SUPPORT OF BUILDING A NEW LIBRARY	100,000
LEWIS AND CLARK COLLEGE0615 SW PALANTINE HILL PORTLAND, OR 97219		PUBLIC	IN SUPPORT OF NATURAL SCIENCE PROGRAMS	3,500,000
LITERARY ARTS224 NW 13TH AVENUE SUITE 306 PORTLAND, OR 97209		PUBLIC	CAPACITY BUILDING	10,000

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b <i>Approved for future payment</i>				
MOSIER COMMUNITY SCHOOLPO BOX 307 MOSIER, OR 97040		PUBLIC	BUILDING FUNDRAISING CAPACITY	10,000
MUSEUM OF CONTEMPORARY CRAFT724 NW DAVIS STREET PORTLAND, OR 97209		PUBLIC	CHALLENGE GRANT TO BUILD AN ANNUAL FUND	35,000
NEWPORT SYMPHONY ORCHESTRA PO BOX 1617 NEWPORT, OR 97365		PUBLIC	IN SUPPORT OF BUILDING OUTREACH AND FINANCIAL CAPACITY	15,000
NEWPORT SYMPHONY ORCHESTRA PO BOX 1617 NEWPORT, OR 97365		PUBLIC	IN SUPPORT OF BUILDING OUTREACH AND FINANCIAL CAPACITY	15,000
NEWPORT SYMPHONY ORCHESTRA PO BOX 1617 NEWPORT, OR 97365		PUBLIC	IN SUPPORT OF BUILDING OUTREACH AND FINANCIAL CAPACITY	15,000
OREGON BALLET THEATRE818 SE 6TH AVE PORTLAND, OR 97214		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	300,000
OREGON BALLET THEATRE818 SE 6TH AVE PORTLAND, OR 97214		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	300,000
OREGON CHILDRENS FOUNDATION101 SW MARKET STREET PORTLAND, OR 97201		PUBLIC	IN SUPPORT OF STRATEGIC PLANNING TO IMPROVE FINANCIAL STABILITY	50,000
OREGON CHILDRENS FOUNDATION101 SW MARKET STREET PORTLAND, OR 97201		PUBLIC	IN SUPPORT OF STRATEGIC PLANNING TO IMPROVE FINANCIAL STABILITY	50,000
OREGON COAST AQUARIUM2820 SE FERRY SLIP RD NEWPORT, OR 97365		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	50,000
OREGON COAST AQUARIUM2820 SE FERRY SLIP RD NEWPORT, OR 97365		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	50,000
OREGON SHAKESPEARE FESTIVAL PO BOX 158 ASHLAND, OR 97520		PUBLIC	IN SUPPORT OF BUILDING A MORE FLEXIBLE BUSINESS MODEL	250,000
OREGON SHAKESPEARE FESTIVAL PO BOX 158 ASHLAND, OR 97520		PUBLIC	IN SUPPORT OF BUILDING A MORE FLEXIBLE BUSINESS MODEL	200,000
OREGON SYMPHONY921 SW WASHINGTON PORTLAND, OR 97205		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	1,000,000
OREGON SYMPHONY921 SW WASHINGTON PORTLAND, OR 97205		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	1,000,000
PACIFIC NORTHWEST COLLEGE OF ART1241 NW JOHNSON STREET PORTLAND, OR 97209		PUBLIC	CHALLENGE GRANT TO BUILD AN ANNUAL FUND	60,000
PLAYWRITEPO BOX 13420 PORTLAND, OR 97213		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	10,000
PORTLAND ART MUSEUM1219 SW PARK AVENUE PORTLAND, OR 97205		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	400,000
PORTLAND ART MUSEUM1219 SW PARK AVENUE PORTLAND, OR 97205		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	400,000
PORTLAND CENTER STAGE128 NW 11TH AVE PORTLAND, OR 97209		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	400,000
PORTLAND CENTER STAGE128 NW 11TH AVE PORTLAND, OR 97209		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	400,000
PORTLAND OPERA ASSOCIATION 211 SE CARUTHERS STREET PORTLAND, OR 97214		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	500,000
PORTLAND OPERA ASSOCIATION 211 SE CARUTHERS STREET PORTLAND, OR 97214		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	500,000
SATURDAY ACADEMY830 SW 10TH AVE SUITE 200 PORTLAND, OR 972271265		PUBLIC	GENERAL OPPERATING SUPPORT	25,000
SOUTH MEDFORD HIGH SCHOOL 1551 CUNNINGHAM AVENUE MEDFORD, OR 97520		PUBLIC	LEADERSHIP/LINKS PROGRAM	20,000
SUNRIVER MUSIC FESTIVALPO BOX 4308 SUNRIVER, OR 97707		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	25,000
TEARS OF JOY THEATRE323 NE WYGANT STREET 201 PORTLAND, OR 97211		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	30,000
TEARS OF JOY THEATRE323 NE WYGANT STREET 201 PORTLAND, OR 97211		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	20,000
THIRD RAIL REPERTORY THEATRE PO BOX 96063 PORTLAND, OR 97296		PUBLIC	IN SUPPORT OF GENERAL OPERATING EXPENSES	20,000
UNIVERSITY OF OREGONPO BOX 3346 EUGENE, OR 97403		PUBLIC	IN SUPPORT OF TECHNOLOGY AND MARKETING EXPANSION FOR THE OREGON BACH FESTIVAL	25,000

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b <i>Approved for future payment</i>				
EUGENE CONCERT CHOIR1590 WILLAMETTE ST400 EUGENE,OR 97401		PUBLIC	IN SUPPORT OF MUSIC EDUCATION AND YOUNG AUDIENCE DEVELOPMENT	5,000
YOUTH SYMPHONY OF SOUTHERN OREGONPO BOX 4291 MEDFORD,OR 97501		PUBLIC	IN SUPPORT OF CONCERT SEASON PRODUCTION AND PROGRAMMING COSTS	5,000
YOUNG MUSICIANS & ARTISTSP BOX 13277 PORTLAND,OR 97213		PUBLIC	IN SUPPORT OF BUILDING MARKETING CAPACITY	11,000
INDEPENDENT PUBLISHING RESOURCE CENTER917 SW OAK 218 PORTLAND,OR 97205		PUBLIC	IN SUPPORT OF BUILDING STAFF CAPACITY	15,000
PORTLAND PLAYHOUSE4307 N COMMERCIAL AVE PORTLAND,OR 97217		PUBLIC	IN SUPPORT OF BUILDING STAFF CAPACITY	20,000
PORTLAND PLAYHOUSE4307 N COMMERCIAL AVE PORTLAND,OR 97217		PUBLIC	IN SUPPORT OF BUILDING STAFF CAPACITY	10,000
DO JUMP1515 SE 37TH AVE PORTLAND,OR 97214		PUBLIC	SUPPORT OF BUILDING FUNDRAISING CAPACITY	13,000
DO JUMP1515 SE 37TH AVE PORTLAND,OR 97214		PUBLIC	SUPPORT OF BUILDING FUNDRAISING CAPACITY	13,000
OREGON TRAIL LIBRARY DISTRICT BOX 107 BOARDMAN,OR 97818			IN SUPPORT OF A NEW PUBLIC LIBRARY BUILDING	50,000
THE SHADOW PROJECT6663 SW BEAVERTON HILLSDALE HWY 108 PORTLAND,OR 97225			IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	15,000
THE SHADOW PROJECT6663 SW BEAVERTON HILLSDALE HWY 108 PORTLAND,OR 97225		PUBLIC	IN SUPPORT OF BUILDING FUNDRAISING CAPACITY	8,950
Total  3b				31,322,307

TY 2011 Accounting Fees Schedule**Name:** JAMES F & MARION L MILLER FOUNDATION**EIN:** 03-0373895

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GEFFEN MESHER & CO , P C	13,140	12,540		0
YVONNE BLEWETT, C P A	17,568	14,054		0
MCDONALD JACOBS, P C	12,881	6,441		6,440

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
SOFTWARE	2010-10-15	16,964	1,414	200DB	3 000000000000	5,656	0		
FURNITURE AND FIXTURES	2009-03-16	35,128	6,728	200DB	7 000000000000	5,047	0		
COMPUTERS	2007-01-31	8,954	7,607	200DB	5 000000000000	1,032	0		

TY 2011 General Explanation Attachment

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Identifier	Return Reference	Explanation
		ATTACHMENT TO PART VIII, LINE 1(C)IN ADDITION TO SERVING AS A DIRECTOR, CHARLES H PUTNEY IS AN INVESTMENT MANAGER FOR THE FOUNDATION HE RECEIVES NO COMPENSATION FOR HIS ROLE AS A DIRECTOR

TY 2011 Investments Corporate

Bonds Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERCO SERIES A 8.5% PREFERRED	0	0
MISSOURI PAC RR CO B FLAT RATE 04.750% MATURES 01/01/30	9,800	13,090
CIGNA CORP NTS RATE 07.000% MATURES 01/15/11	0	0
JOHNSON CONTROLS INC RATE 05.250% MATURES 01/15/11	0	0
WELLPOINT INC NTS B/E RATE 05.000% MATURES 01/15/11	0	0
J P MORGAN CHASE & CO NTS B/E RATE 04.600% MATURES 01/17/11	0	0
J P MORGAN CHASE & CO SUB NOTES RATE 06.750% MATURES 02/01/11	0	0
HOME DEPOT INC NTS RATE 05.200% MATURES 03/01/11	0	0
PAC GAS & ELEC CO NTS RATE 04.200% MATURES 03/01/11	0	0
KROGER CO NTS RATE 06.800% MATURES 04/01/11	0	0
WELLS FARGO & CO SER MTN RATE 04.000% MATURES 06/02/11	0	0
AETNA INC NOTES RATE 05.750% MATURES 06/15/11	0	0
ARIZONA PUB SERVICE NTS RATE 06.500% MATURES 03/01/12	812,405	840,535
WEYERHAEUSER CO NTS B/E RATE 06.750% MATURES 03/15/12	0	0
GENL ELEC CAP CORP NTS RATE 06.000% MATURES 06/15/12	446,423	460,167
WEYERHAEUSER CO NTS B/E RATE 07.250% MATURES 07/01/13	485,000	529,597
ALCOA INC B/E RATE 06.000% MATURES 07/15/13	545,939	621,539
GENERAL MOTORS CORP 7.3750% SENIOR NOTES	195,389	0
WELLS FARGO & CO NEW RATE 06.375% MATURES 08/01/11	0	0
CIGNA CORP NTS RATE 06.375% MATURES 10/15/11	0	0
GENL ELEC CAP CORP MTN RATE 05.875% MATURES 02/15/12	0	0
BANK OF AMER CORP NTS RATE 04.875% MATURES 09/15/12	223,020	241,541
TRAVELERS PPTY CASUALTY CORP RATE 05.000% MATURES 03/15/13	154,493	162,782
VERIZON VA INC NTS RATE 04.625% MATURES 03/15/13	477,870	520,739
PPL ENERGY SUPPLY LLC CALL RATE 06.300% MATURES 07/15/13	228,596	240,478
WELLPOINT INC NTS B/E RATE 06.000% MATURES 02/15/14	302,168	327,152
WELLS FARGO & CO NEW GLOBAL NOTES RATE 04.625% MATURES 04/15/14	275,001	312,165
FREEPORT-MCMORAN COPPER & GOLD INC NTS RATE 08.250% MATURES 04/01/15	0	0
HUMANA INC NTS RATE 06.450% MATURES 06/01/16	117,593	154,036
FORD MOTOR CREDIT CO GLOBAL NOTE RATE 7.000% MATURES 10/01/2013	724,965	737,990
NEXTEL COMMUNICATIONS INC SENIOR SERIAL RED. NT RATE 5.950% MATURES 03/15/14	299,499	291,000
SPRINT NEXTEL CORP RATE 6.000% MATURES 12/01/2016	494,375	417,500
UNITED STS STLCPR NEW SR NT RATE 6.050% MATURES 06/01/2017	397,538	382,000
FORD MOTOR CREDIT CO CONTINUOUSLY OFFERED BONDS RATE 7.250% MATURES 07/20/17	0	0
FORD MOTOR CREDIT CO LLC RATE 03.000% MATURES 06/20/13	996,000	976,650
FORD MOTOR CREDIT CO LLC RATE 05.00% MATURES 08/20/16	495,750	499,650

**TY 2011 Investments Corporate
Stock Schedule**

Name: JAMES F & MARION L MILLER FOUNDATION
EIN: 03-0373895

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALCOA INC	4,244,779	2,595,000
APPLIED MATERIALS INC	1,269,699	1,178,100
AT&T INC	6,313,056	7,257,600
BP PLC SPON ADR	3,889,208	3,419,200
BRISTOL MYERS SQUIBB CO	938,200	1,409,600
E I DU PONT DE NEMOURS	2,563,277	3,204,600
EL PASO CORP	0	0
FIRST NATIONAL BANK ALASKA	310,965	616,000
GENERAL ELECTRIC CO	3,751,910	3,868,560
HONDA MOTOR CO ADR JAPAN	529,840	748,475
INTEL CORP	6,882,453	7,760,000
IBM	2,581,039	5,516,400
INTL PAPER CO	6,137,273	6,512,000
LSI CORP	0	0
MERCK & CO	4,646,438	5,668,910
NOVARTIS AG SPON ADR	599,000	857,550
PETROLEO BRASILEIRO SA NON VTG	2,278,342	10,335,600
PETROLEO BRASILEIRO SA	260,600	994,000
PFIZER INC	6,527,654	6,405,440
POPULAR INC	769,834	401,065
ROYAL DUTCH SHELL PLC CL A	2,793,963	4,385,400
SASOL LTS SPON ADR	1,517,938	3,318,000
TRAVELERS COS INC/THE	1,368,367	2,047,281
STORA ENSO OYJ REPSTG SER R	1,525,188	841,120
TEXAS INSTRUMENTS	1,591,316	1,746,600
UNILEVER NV N Y SHS NEW	866,702	1,443,540
VERIZON COMMUNICATIONS	0	0
AETNA INC	2,555,269	3,164,250
CHEVRON CORP	1,573,942	3,192,000
CONOCOPHILLIPS	2,427,488	3,643,500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXXON MOBIL CORP	959,483	1,695,200
NOKIA CORP SPONS ADR FINLAND ADR	0	0
TELE NORTE LESTE PARTICIPACOES S A ADR	1,492,795	951,000
WALGREEN CO	0	0
WTB FINANCIAL CORP NON-VOTING CL B	819,035	711,077
WTB FINANCIAL CORP VTG CL A	1,160	24,003
MENTOR GRAPHICS CORP	0	0
US AIRWAYS GROUP INC	1,776,298	1,115,400
GANNETT CO	0	0
GLAXO SMITHKLINE PLC ADR	1,599,800	1,825,200
POSCO SPON ADR	640,988	410,500
ABBOTT LABS	2,645,326	3,373,800
KIMBERLY CLARK CORP	0	0
ELI LILLY & CO	2,735,259	3,324,800
SPRINT NEXTEL CORP SERIES 1	728,200	468,000
AMGEN INC	1,611,085	1,926,300
BOEING CO	637,891	733,500
EXELON CORP	2,540,094	2,602,200
FIRSTENERGY CORP	0	0
FRONTIER COMMUNICATIONS CORP	717,368	463,515
HEWLETT PACKARD CO	3,545,685	2,576,000
ISIS PHARMACEUTICALS INC	931,390	721,000
JOHNSON & JOHNSON	1,173,483	1,311,600
MEADWESTVACO CORP	656,378	898,500
MEDTRONIC INC	1,047,515	1,147,500
MICRON TECHNOLOGY INC	1,878,000	1,635,400
NUCOR CORP	1,688,688	1,780,650
US BANCORP DEL COM	0	0
VODAFONE GROUP PLC	1,403,700	1,681,800
ALLSTATE CORP	621,136	548,200

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMCAST CORP NEW CL A	442,000	474,200
CORNING INC	299,600	259,600
CVS CAREMARK CORP	654,400	815,600
DOW CHEMICAL CO	1,494,787	1,725,600
EATON CORP	559,476	652,950
FORD MOTOR CO	405,150	376,600
HALLIBURTON CO	338,800	345,100
MICROSOFT CORP	3,222,588	3,115,200
TELEFONICA SA SPONSORED ADR	1,509,293	1,203,300
GENERAL MOTORS COMPANY	2,118,194	1,288,584
ASHLAND INC	161,513	169,194
BROOKDALE SR LIVING INC	167,465	175,030
CINTAS CORP	141,914	162,563
CNO FINANCIAL GROUP INC	184,395	175,734
COMPASS MINERALS INTL INC	54,307	47,162
CROWN HOLDINGS INC	194,717	190,231
DARLING INTERNATIONAL INC	128,698	129,511
EL PASO CORP	224,199	234,746
FLUOR CORP	134,235	113,816
FOREST OIL CORP	134,174	139,294
GENERAL CABLE CORP	87,456	73,654
HARRIS CORP	119,872	112,265
HERTZ GLOBAL HLDGS INC	155,695	151,657
IRON MOUNTAIN INC	133,871	131,824
KLA-TENCOR CORP	94,189	96,500
MEADWESTVACO CORP	160,092	165,923
ONEOK INC	224,774	254,869
OWENS ILLINOIS INC	149,948	140,893
PERRICO CO	90,885	97,300
SBA COMMUNICATIONS CORP	170,858	189,668

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SLM CORPORATION	204,646	201,402
SMUCKER J M COMPANY	129,346	131,326
SUPERVALUE INC	165,240	158,259
THOMAS & BETTS CORP	148,907	156,156
TIDEWATER INC	152,209	150,612
VERISK ANALYTICS INC	158,153	181,588
WENDY'S COMPANY	144,031	150,402
WILLIAMS COMPANIES INC	183,658	196,799
XYLEM INC	147,875	157,994
ASPEN INSURANCE HOLDINGS LIMITED	140,886	139,788

TY 2011 Investments - Other Schedule**Name:** JAMES F & MARION L MILLER FOUNDATION**EIN:** 03-0373895

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COMMONWEALTH REIT	AT COST	747,100	499,200
WTS GENERAL MOTORS COMPANY EXP 7/10/2016	AT COST	2,344	622
WTS GENERAL MOTORS COMPANY EXP 7/10/2019	AT COST	1,815	414
HEALTH CARE REIT INC	AT COST	107,474	110,151
OMEGA HEALTHCARE INVESTORS INC	AT COST	140,661	151,124
WEYERHAEUSER CO	AT COST	126,679	131,063

TY 2011 Land, Etc. Schedule**Name:** JAMES F & MARION L MILLER FOUNDATION**EIN:** 03-0373895

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
SOFTWARE	16,964	7,070	9,894	0
FURNITURE AND FIXTURES	35,128	11,775	23,353	0
COMPUTERS	8,954	8,639	315	0

TY 2011 Legal Fees Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TONKON TORP LLP	10,266	5,758		504
KLEINBERG, KAPLAN, WOLFF & COHEN	10,000	10,000		0

TY 2011 Other Assets Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MORTGAGE LOAN	250,000	0	0
ACCRUED INTEREST	228,787	114,713	114,713

TY 2011 Other Expenses Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FILING FEES	1,200	0		1,200
OFFICE SUPPLIES	2,985	0		2,985
PAYROLL SERVICE	983	49		934
PROGRAM EDUCATION	3,356	0		3,356
WEBSITE FEES AND TECHNICAL SUPPORT	11,356	0		11,356
INSURANCE	9,576	1,653		7,923
POSTAGE AND DELIVERY	850	0		850
TELEPHONE	2,950	0		2,950
MISCELLANEOUS	2,972	0		2,972
TEACHER AWARDS LUNCHEON	11,058	0		11,058
DIRECTOR MEETINGS	1,472	0		1,472
INVESTMENT CONSULTING	30,000	30,000		0
LARGE ARTS INITIATIVE	14,474	0		14,474
STATE REGISTRATION	50	0		50
CONTRACTED SERVICES	3,032	0		3,032

TY 2011 Other Income Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM SECURITIES AND LITIGATION SETTLEMENTS	1,985	1,985	1,985
OTHER INVESTMENT INCOME	4,518	4,518	4,518

TY 2011 Other Increases Schedule**Name:** JAMES F & MARION L MILLER FOUNDATION**EIN:** 03-0373895

Description	Amount
RECONCILIATION TO AUDITED FINANCIAL STATEMENTS	2,083

TY 2011 Other Professional Fees Schedule

Name: JAMES F & MARION L MILLER FOUNDATION

EIN: 03-0373895

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	259,266	259,266		0
RBC CUSTODIAL FEES	87,075	87,075		0

TY 2011 Taxes Schedule**Name:** JAMES F & MARION L MILLER FOUNDATION**EIN:** 03-0373895

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD ON DIVIDENDS	171,599	171,599		0
INVESTMENT EXCISE TAX	179,284	0		0