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## Form **990-PF**

C Adjusted net income (if negative, enter -0-)

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

OMB No 1545-0052

Department of the Treasury 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 and ending Name of foundation A Employer identification number DEMOREST FAMILY FOUNDATION 20-3399144 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number 1581 SW UPPER HALL (503) 224-5300 City or town, state, and ZIP code C If exemption application is pending, check here PORTLAND, OR 97201 G Check all that apply: Initial return Initial return of a former public charity D 1 Foreign organizations, check here Final return Amended return Foreign organizations meeting the 85% test, check here and attach computation Address change Name change H Check type of organization: X Section 501(c)(3) exempt private foundation E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust (1) Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: X Cash Accrual If the foundation is in a 60-month termination Other (specify) (from Part II, col (c), line 16) under section 507(b)(1)(B), check here 5,239,241. (Part I, column (d) must be on cash basis.) ▶\$ Part I Analysis of Revenue and Expenses (d) Disbursements (a) Revenue and (b) Net investment (c) Adjusted net (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income ıncome N/A 1 Contributions, gifts, grants, etc., received 2 Check X if the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 4,110. 4,110. STATEMENT 93,799. 93,799. STATEMENT 4 Dividends and interest from securities 5a Gross rents b Net rental income or (loss) 112,160 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 8a 455,291. 112,160 7 Capital gain net income (from Part IV, line 2) 8 Net short-term capital gain Income modifications 10a Gross sales less returns and allowances b Less Cost of goods sold c Gross profit or (loss). 11 Other income 25 25 STATEMENT 12 Total Add lines 1 through 210.094 210.094 13 Compensation of officers, directors, trust
14 Other employee salaries and wages 0 0. 15 Pension plans, employee benefits 16a Legal fees

Accounting fees STMT 4 2,500. 1,250 250. c Other professional fees 17 Interest 576. 576. 18 Taxes STMT 5 0 19 Depreciation and depletion 20 Occupancy 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses STMT 6 134 84 50. 24 Total operating and administrative <u>1,87</u>6. 3,210 1,334 expenses Add lines 13 through 23 241,500 241,500. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements 244,710 243,376. 1,334 Add lines 24 and 25 27 Subtract line 26 from line 12: <34,616. 8 Excess of revenue over expenses and disbursements 208,760 b Net investment income (if negative, enter -0-) N/A

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DEMOREST FAMILY FOUNDATION

F	Part IV Capital Gains a	nd Losses for Tax on In	vestmen	t Income					
		be the kind(s) of property sold (e.g. ehouse, or common stock, 200 shs			( <b>b</b> )	How acquired - Purchase - Donation		acquired day, yr )	(d) Date sold (mo., day, yr.)
<u>1a</u>				<del> </del>					
_ <u>b</u>		STATEMENT			ļ				
_					-				<u> </u>
d					-				-
<u>e</u>		(f) Depreciation allowed	(a) Co	st or other basis			/h\ (	Gain or (loss	L
	(e) Gross sales price	(or allowable)		expense of sale				is (f) minus (	
_a							•		
<u>b</u>									
_ <u>d</u>	455 004			343,13	1				112,160.
	Complete only for assets showing	gain in column (h) and owned by t	he foundation		1 .		II Gaine //	Col. (h) gain	
_	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) E)	cess of col. (i)			ol. (k), but	not less that (from col (	n -0-) <b>o</b> r
a									
<u>b</u>									
_ <u>c</u>				·					
<u>_d</u>									110 160
<u>e</u>					$\overline{}$	1			112,160.
2	Capital gain net income or (net capit	tal loss) $ \begin{cases} & \text{if gain, also enter} \\ & \text{if (loss), enter -0-} \end{cases} $	in Part I, line in Part I, line	7 7	}	2			112,160.
	Net short-term capital gain or (loss) If gain, also enter in Part I, line 8, co If (loss), enter -0- in Part I, line 8		d (6):		}	3		N/A	
	Part V Qualification Un	der Section 4940(e) for	Reduced	Tax on Net	Inv	estment In	come		**
(Fo	or optional use by domestic private fo	oundations subject to the section 4	940(a) tax on	net investment in	come	1.)	-		
lf c	section 4940(d)(2) applies, leave this	nort blank							
	is the foundation liable for the section			•	iod?				Yes X No
	Yes," the foundation does not qualify Enter the appropriate amount in eac				10		<del></del>		
<u> </u>	<del></del>	(b)		making any critic	(c)				(d) ution ratio
(	(a) Base period years Calendar year (or tax year beginning	Advicted avaletings dist	ributions	Net value of no		itable-use assets	;	Distrib (col. (b) divi	ution ratio ided by col. (c))
	2010		2,814.		5	,021,999		, , ,	.050341
	2009		3,211.		4	,704,694	l .		.064449
_	2008		2,122.			,238,415			.048429
	2007		1,055.			<u>, 405 , 835</u>			.039660
	2006	50	0,097.		_5_	<u>,711,924</u>	1.		.008771
9	Total of line 1, column (d)						2		.211650
	Average distribution ratio for the 5-y	ear base period - divide the total or	n line 2 by 5.	or by the number	of vea	ars			.211050
	the foundation has been in existence			01 07 1110 110111001	o. yo.	0	3		.042330
4	Enter the net value of noncharitable-	use assets for 2011 from Part X III	ne 5				4		5,387,141.
		and and an entire art A, in	110 0						
	Multiply line 4 by line 3						5		228,038.
6	Enter 1% of net investment income (	(1% of Part I, line 27b)					6		2,088.
7	Add lines 5 and 6						7		230,126.
	Enter qualifying distributions from P						8		243,376.
	If line 8 is equal to or greater than lin See the Part VI instructions.	ie 7, check the box in Part VI, line 1	lb, and comp	lete that part using	ja 19	6 tax rate.			

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Pa	art VI Excise Tax Based on Investment Income (Section 494	10(a), 4940(b), 4940(e), o	r 494	8 - see	instr	uctio	ns)
18	Exempt operating foundations described in section 4940(d)(2), check here 🕨 🔲 and e	enter "N/A" on line 1.					
	Date of ruling or determination letter: (attach copy of letter if ne	cessary-see instructions)		l			
t	Domestic foundations that meet the section 4940(e) requirements in Part V, check here	➤ X and enter 1%	1			2,0	88.
	of Part I, line 27b						
C	: All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 49	% of Part I, line 12, col. (b).					
	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. C	Others enter -O-)	2	<u>:</u>			0.
3	Add lines 1 and 2		3			2,0	88.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only.	Others enter -0-)	4				0.
	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		5			2,0	88.
	Credits/Payments:		_				
	2011 estimated tax payments and 2010 overpayment credited to 2011	6a 3,15	5.				
	Exempt foreign organizations - tax withheld at source	6b	_	1			
	Tax paid with application for extension of time to file (Form 8868)	6c	_				
	Backup withholding erroneously withheld	6d					
7	Total credits and payments. Add lines 6a through 6d		7	<u> </u>		<u>3,1</u>	55.
8	Enter any penalty for underpayment of estimated tax. Check here if Form 2220 is atta	ached	8	_			
	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed		<b>▶</b> <u>9</u>	<u> </u>			
	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	4 067	10	$\overline{}$		1,0	67.
	Enter the amount of line 10 to be: Credited to 2012 estimated tax	1,067. Refunded	11	<u> </u>			0.
	art VII-A Statements Regarding Activities					Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legis	slation or did it participate or inter	ene in		1	165	
	any political campaign?		١.٥		1a		X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purpo	•			1b	-	X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities an	nd copies of any materials pub	ished o	r	1		
	distributed by the foundation in connection with the activities					ŀ	3,7
	Did the foundation file Form 1120-POL for this year?				1c	<u> </u>	X
a	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the	-	^				
	(1) On the foundation.  \$ 0. (2) On foundation managers		<u>0.</u>				
е	Enter the reimbursement (if any) paid by the foundation during the year for political expend	iture tax imposed on toundation					
_	managers. ▶ \$ 0.	D00					
2	Has the foundation engaged in any activities that have not previously been reported to the I	49,			2		X
•	If "Yes," attach a detailed description of the activities	watrumant artialas af incarparati					
3	Has the foundation made any changes, not previously reported to the IRS, in its governing		m, or				x
4.	bylaws, or other similar instruments? If "Yes," attach a conformed copy of the change Did the foundation have unrelated business gross income of \$1,000 or more during the year				3 4a		X
	If "Yes," has it filed a tax return on Form 990-T for this year?	11 *		N/A	4b		
	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	)	•	H/A	5		Х
,	If "Yes," attach the statement required by General Instruction T.				- <del></del>		
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied el	ither.				N .	
٠	By language in the governing instrument, or	mior.					
	<ul> <li>By state legislation that effectively amends the governing instrument so that no mandator</li> </ul>	ry directions that conflict with the	tate law				
	remain in the governing instrument?	y an octions that conflict that the	ituto iuti		6	X	
7	Did the foundation have at least \$5,000 in assets at any time during the year?				7	X	
•	If "Yes," complete Part II, col. (c), and Part XV						
Яa	Enter the states to which the foundation reports or with which it is registered (see instruction	ons) ►					
Ju	OR						
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the A	attorney General (or designate)		· · ·			
•	of each state as required by General Instruction G? If "No," attach explanation	Sy management			8b	x	
9	Is the foundation claiming status as a private operating foundation within the meaning of se	ection 4942(j)(3) or 4942(i)(5) for	calendar				
	year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," c				9		Х
	Did any persons become substantial contributors during the tax year? If "Yes " attach a scheduling				10		X

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P	art VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of			
	section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?			
	If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Х	T -
	Website address ► N/A			·
14	The books are in care of ► HARRY L. DEMOREST  Telephone no. ► (503)	224	-53	00
	Located at ▶ 1581 SW UPPER HALL, PORTLAND, OR ZIP+4 ▶9			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here		<b></b>	
	and enter the amount of tax-exempt interest received or accrued during the year	N	/A	
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank,		Yes	No
	securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign			
	_country			}
Pá	art 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
18	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?	1 1		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)			
	a disqualified person?			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	1 1		
	for the benefit or use of a disqualified person)?			
	(6) Agree to pay money or property to a government official? (Exception. Check "No"	1 1		
	If the foundation agreed to make a grant to or to employ the official for a period after	1 1		
	termination of government service, if terminating within 90 days.)	1 1		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations			
Ī	section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?  N/A	15		
	Organizations relying on a current notice regarding disaster assistance check here	-'-		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected			
•	before the first day of the tax year beginning in 2011?	1c		x
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation	"		
•	defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning	1 1		
-	before 2011?			
	If "Yes," list the years ▶,			
h	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect			
•	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach			
	statement - see instructions.)  N/A	2b		
r	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.	20		
٠	The provisions of section 15 12(4)(2) are being applied to any of the years holde in 24, not the years here.	1 1		
32	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time	1 1		
-	during the year?  Yes X No			
h	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? (Use Schedule C,			
	Form 4720, to determine if the foundation had excess business holdings in 2011)  N/A	3ь		
42	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	$\dashv$	<u>x</u>
	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that	70	$\neg$	
_	had not been removed from jeopardy before the first day of the tax year beginning in 2011?	4b	ļ	X

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Part VII-B   Statements Regarding Activities for Which	n Form 4720 May Be	Required (conti	nued)		
5a During the year did the foundation pay or incur any amount to:					
(1) Carry on propaganda, or otherwise attempt to influence legislation (sec	tion 4945(e))?	Y	es X No		
(2) Influence the outcome of any specific public election (see section 4955	); or to carry on, directly or indi				
any voter registration drive?		Y	es X No		
(3) Provide a grant to an individual for travel, study, or other similar purpos	ses?	Y	es 🗶 No		i
(4) Provide a grant to an organization other than a charitable, etc., organization	ition described in section				ŀ
509(a)(1), (2), or (3), or section 4940(d)(2)?		Y	es X No		
(5) Provide for any purpose other than religious, charitable, scientific, litera	ry, or educational purposes, or				
the prevention of cruelty to children or animals?		Y	es X No	- 1	
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify	under the exceptions described	ın Regulations		1	1
section 53.4945 or in a current notice regarding disaster assistance (see ins	tructions)?		N/A	5b	
Organizations relying on a current notice regarding disaster assistance chec	k here				
c If the answer is "Yes" to question 5a(4), does the foundation claim exemptio	n from the tax because it maint	ained		İ	
expenditure responsibility for the grant?		Y A\r	es No		
If "Yes," attach the statement required by Regulations section 53 49	945-5(d).				
<b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly,	to pay premiums on	_			
a personal benefit contract?		Y	es X No		
<b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on	a personal benefit contract?			6b	<u> X</u>
If "Yes" to 6b, file Form 8870		_			1
7a At any time during the tax year, was the foundation a party to a prohibited ta		Y	es 🗶 No 📙		
<b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attr			<del></del>	7b	
Part VIII Information About Officers, Directors, Trus Paid Employees, and Contractors	stees, Foundation Ma	anagers, Highl	У		
1 List all officers, directors, trustees, foundation managers and the	ir 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) acco allo	Expense ount, other owances
HARRY L. DEMOREST	PRESIDENT/DIE				
1581 SW UPPER HALL	<b></b>				
PORTLAND, OR 97201	1.00	0.	0.		0.
KAAREN M. DEMOREST	SECRETARY/DIF	RECTOR			
1581 SW UPPER HALL					
PORTLAND, OR 97201	0.50	0.	0.		0.
CHRISTINE BARBOUR	DIRECTOR				
C/O 1581 SW UPPER HALL					
PORTLAND, OR 97201	0.25	0.	0.	ļ	0.
SCOTT E. DEMOREST	DIRECTOR				
C/O 1581 SW UPPER HALL		1			
PORTLAND, OR 97201	0.25	0.	0.	,	0.
2 Compensation of five highest-paid employees (other than those in		enter "NONE."	(4) 0	ı <del></del>	
(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	acco	Expense unt, other wances
NONE					
	_				
		}			
	1				<del></del>
		1			
	<u> </u>		<u> </u>		
Total number of other employees paid over \$50,000			▶		0

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Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	on Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "	NONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
APPER CONTRACTOR CONTR		
Total number of others receiving over \$50,000 for professional services		<u>▶</u>   0
Part IX-A Summary of Direct Charitable Activities		<del>-,</del>
List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical number of organizations and other beneficiaries served, conferences convened, research papers productions.		Expenses
	00,000	
1N/A		
2		
•	. ,	
3		
4		
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on line	es 1 and 2.	Amount
1 N/A		
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<b>&gt;</b>	0.

F	art X Minimum Investment Return (All domestic foundations must complete this part. Foreign fou	ndations,	see instructions)
1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,425,004.
b	Average of monthly cash balances	1b	1,044,175.
С	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5,469,179.
е	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.	1 1	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5,469,179.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	82,038.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,387,141.
6	Minimum investment return Enter 5% of line 5	6	269,357.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here in and do not complete this part.)	nd certain	
1	Minimum investment return from Part X, line 6	1	269,357.
2a	Tax on investment income for 2011 from Part VI, line 5		
b	Income tax for 2011. (This does not include the tax from Part VI)		
C	Add lines 2a and 2b	2c	2,088.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	267,269.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	267,269.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	267,269.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	243,376.
b	Program-related investments - total from Part IX-B	1b	<u> </u>
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	243,376.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment		
	income. Enter 1% of Part I, line 27b	5	2,088.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	241,288.
	Note The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation q	ualifies for	the section
	40.40(a) radiustion of tax in those users		

## Part XIII Undistributed Income (see instructions)

1. Obstrubable amount for 2011 from Part XI, inte 7 2 undativable income, if any, as of the end of 2011 a. Enter amount for 2010 only b. Total for proxy years: 0. 3 Excess distributions carryover, if any, to 2011; a. From 2006 b. From 2007 c. From 2008 d. From 2009 c. From 2009 d. From 2010 1. Total to lines 3 a through e 0. 4 Qualifying distributions for 2011 from Part XII, line 4: b. S. 243,376. a Applied to 2010, but not more than line 2a Applied to 2010 its structures 0.  Treated as distributions of 2011 from Part XII, line 4: b. S. 243,376. a Applied to 2010 its structures 0.  Treated as distributions of tot corpus (Election required - see instructions) 0.  Treated as distributions of the corpus (Election required - see instructions) 0.  5 Recease institutions corpose expected 2021; d. Carryon and the corpus of		(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
2 Londerbrowder scene, if any, as of the end of 2011 a Enter amount 107 2010 only b Total for pror years:  3 Excess distributions carryover, if any, to 2011; a From 2006 b From 2007 c From 2008 d From 2009 e From 2010 1 Total of tens 3s through e 4 Gualdying distributions for 2011 from Part XII, the ef. b S					
Enter amount for 2010 only   219,950					201,209.
5 Total for prior years:   0   .	<b>1</b>			210 050	
S Excess distributions carryover, d any, to 2011; a From 2006 b From 2007 c From 2008 d From 2009 c From 2010 1 Total of lines 3 at the equip e 4 Qualifying distributions for 2011 from Part XII, line 4 P S 243, 376, a Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2010, but not more than line 2a b Applied to 2011 distributed income of prior years's (Election required -see instructions) C Treated as distributions out of corpus (Election required -see instructions) C Freeze demonstration acrysow agreed to 2011 Applied to 2011 distributed income to Propus (Election required -see instructions) C Remaining amount distributed und corpus C Remaining amount distributed income Subtract line 4b from line 2b. C Corpus and serves 44 ce, set 4d. subseas line 3 D Pror years' undistributed income for which a notice of differency has been issued, or on which in the difference for which a notice of differency has been issued, or on which will be a seen served of the serves and the seen served of the serves has been issued, or on which will be a seen served of the serves has been issued or on which will be a seen served of the serves have been seen seen seen seen seen seen see	·			219,930.	
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7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a  0 Analysis of line 9:  a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	be distributed in 2012				243,843.
section 170(b)(1)(F) or 4942(g)(3)  8 Excess distributions carryover from 2006 not applied on line 5 or line 7  9 Excess distributions carryover to 2012 Subtract lines 7 and 8 from line 6a  0 Analysis of line 9: a Excess from 2007 b Excess from 2008 c Excess from 2009 d Excess from 2010	7 Amounts treated as distributions out of				
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d Excess from 2010	b Excess from 2008		}		
d Excess from 2010	c Excess from 2009				
e Excess from 2011	d Excess from 2010				
	e Excess from 2011				

Part XIV   Private Operating f	ST FAMILY FC		/// A (A)	20-33	99144 Page 1
	······································		<del></del>	N/A	
1 a If the foundation has received a ruling					
foundation, and the ruling is effective fo	-	_	▶ └		·
b Check box to indicate whether the foun		ng foundation described		4942(j)(3) or49	42(j)(5)
2 a Enter the lesser of the adjusted net	Tax year		Prior 3 years		
income from Part I or the minimum	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
investment return from Part X for					
each year listed					
<b>b</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	<del>!</del>				
(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			1		
investment income (interest,					
dividends, rents, payments on				1	
securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public			<del></del>		
and 5 or more exempt					
organizations as provided in	,				
section 4942(j)(3)(B)(iii) (3) Largest amount of support from					
an exempt organization					
(4) Gross investment income					
Part XV Supplementary Info	rmation (Complet	te this part only	if the foundation	had \$5,000 or mo	re in assets
at any time during t	he vear-see instr	uctions.)	ii the loundation	11au \$5,000 01 11101	ie iii assets
1 Information Regarding Foundation				·	· · · · · · · · · · · · · · · · · · ·
a List any managers of the foundation whe	-	han 2% of the total cont	ributions received by the	foundation before the close	onf any tay
year (but only if they have contributed m	nore than \$5,000). (See se	ection 507(d)(2).)	ributions received by the	iounuation before the close	of any tax
HARRY L. DEMOREST					
b List any managers of the foundation who	own 10% or more of the	stock of a corporation (	or an equally large portio	n of the ownership of a par	tnershin or
other entity) of which the foundation has			(or an equally large per lie	n or the owner only or a par	thoromp or
NONE					
2 Information Regarding Contribute	on, Grant, Gift, Loan.	Scholarship, etc., Pr	ograms		
Check here X if the foundation of				of accept unsolicited reque:	sts for funds. If
the foundation makes gifts, grants, etc. (	see instructions) to indivi	duals or organizations u	nder other conditions, co	mplete items 2a, b, c, and c	1.
a The name, address, and telephone numb	per of the person to whom	applications should be	addressed:	····	
, , ,	. p. 22 10011	, ,	<del></del>		
b The form in which applications should be	e submitted and informati	on and materials they sh	rould include;		
		·····			
c Any submission deadlines:					
d Any restrictions or limitetions as a second	auch no hu sas	prope shandala 5-12	lundo of contact	Nh	
d Any restrictions or limitations on awards	, such as by geographical	areas, charitable fields,	kinas of institutions, or of	iner factors.	

Part XV Supplementary Information (continued) 3 Grants and Contributions Paid During the Year or Approved for Future Payment If recipient is an individual, Purpose of grant or contribution Foundation show any relationship to Amount status of any foundation manager Name and address (home or business) recipient or substantial contributor a Paid during the year ALL HANDS RAISED N/A PUBLIC CHARITY EDUCATION 2069 NE HOYT STREET PORTLAND, OR 97232 30,000, BLANCHET HOUSE N/A PUBLIC CHARITY FEEDING THE 340 NW GLISAN UNDERPRIVELEGED PORTLAND OR 97209 5,000. CASA FOR CHILDREN N/A PUBLIC CHARITY ADVOCATION FOR ABUSED 1401 NE 68TH AVE AND NEGLECTED CHILDREN PORTLAND, OR 97213 1,000. FRIENDS OF THE CHILDREN - PORTLAND N/A PUBLIC CHARITY YOUTH DEVELOPMENT 44 NE MORRIS PORTLAND OR 97212 25,000, LINCOLN HIGH SCHOOL FOUNDATION N/A PUBLIC CHARITY EDUCATION 1600 SW SALMON STREET PORTLAND OR 97205 20,000. SEE CONTINUATION SHEET(S) Total **▶** 3a 241 500. b Approved for future payment NONE

**▶** 3b

Total

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income		by section 512, 513, or 514	(e)	
•	(a)	(b)	(c) Exclu-	(d)	Related or exempt	
1 Program service revenue:	Business code	Amount	sion	Amount	function income	
a					· <del>-</del>	
b						
C						
d	1 1					
e						
f					<del></del>	
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments		<del> </del>	14	4 110.		
4 Dividends and interest from securities			14	4,110. 93,799.	·	
5 Net rental income or (loss) from real estate:				301,333		
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal						
property	1 1					
7 Other investment income			14	25.		
8 Gain or (loss) from sales of assets other						
than inventory			18	112,160.		
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						
2 Subtotal Add columns (b), (d), and (e)		0		210,094.	0	
3 Total. Add line 12, columns (b), (d), and (e)				13	210,094	
See worksheet in line 13 instructions to verify calculations )	)					

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

LINE NO.	the foundation's exempt purposes (other than by providing funds for such purposes).
_	the restriction of order property (enter than by providing rando for oddin parposes).

Part	XVII Information R Exempt Organ		To and Transactions a	nd Relationships With Nonc	haritable	•	-
1 D	id the organization directly or ind	directly engage in any of the foll	owing with any other organization	described in section 501(c) of		Yes	No
			on 527, relating to political organiz				
	ransfers from the reporting found	* * * * * *					
	) Cash	·	•		1a(1)		X
(2	2) Other assets				1a(2)		X
	ther transactions:						
(1	) Sales of assets to a noncharit	able exempt organization			16(1)		X
(2	Purchases of assets from a no	oncharitable exempt organization	on		1b(2)		X
(3	Rental of facilities, equipment,	, or other assets			1b(3)		X
(4	) Reimbursement arrangements	S			1b(4)		X
(5	) Loans or loan guarantees				1b(5)		X
(6	) Performance of services or m	embership or fundraising solici	itations		1b(6)		Х
¢ SI	haring of facilities, equipment, ma	ailing lists, other assets, or paid	1 employees		1c		Х
				ays show the fair market value of the goo in any transaction or sharing arrangeme		ets,	
	olumn (d) the value of the goods,			many management of chairing arrangement	,		
(a) Line			table exempt organization	(d) Description of transfers, transactions,	and sharing ar	angeme	ents
		N/A	A				
			····				
					-		
						•	
						·	
ın	the foundation directly or indirec section 501(c) of the Code (othe Yes," complete the following sch	er than section 501(c)(3)) or in	one or more tax-exempt organiza section 527?	tions described	Yes	X	□No
	(a) Name of org	ganization	(b) Type of organization	(c) Description of relati	onship		
	N/A						
		A					
Sign Here		mplete Declaration of preparer (other		atements, and to the best of my knowledge ion of which preparer has any knowledge  Title	May the IRS d return with the shown below X Yes	prepar	er
	Print/Type preparer's na			Date Check If PT			
D - ' '			1/1 m ==================================	self- employed		46-	
Paid	DANIEL M.				200161		
Prep		FEN MESHER & (	COMPANY, P.C.	Firm's EIN ► 93-	-10427	ΙÜ	

(503) 221-0141

Phone no.

Firm's address ► 888 SW 5TH AVE, SUITE 800 PORTLAND, OR 97204

DEMOREST FAMILY FOUNDATION 20-3399144

3 Grants and Contributions Paid During the Name and address (home or business)	fear (Continuation)  If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	
	show any relationship to any foundation manager	status of	Purpose of grant or	_
Name and address (home or business)	or substantial contributor		CONTRIBUTION .	Amount
		recipient	VOINT BUTTON	
MULTIPLE SCLEROSIS SOCIETY OF PORTLAND, OREGON INC.	N/A	PUBLIC CHARITY	RESEARCH	
PO BOX 16553				
PORTLAND, OR 972920553	<del></del>	<del></del>		10,000,
OLD TIMERS' BASEBALL 5019 S.W. LOWELL PORTLAND, OR 97221	N/A	PUBLIC CHARITY	YOUTH DEVELOPMENT	6,000.
OREGON MUSEUM OF SCIENCE AND INDUSTRY 1945 SE WATER AVENUE PORTLAND, OR 97214	N/A	PUBLIC CHARITY	EDUCATION	25,000,
OSU FOUNDATION 850 SW 35TH ST. CORVALLIS OR 97333	N/A	PUBLIC CHARITY	EDUCATION	35,000,
PARKINSON'S RESOURCES OF OREGON 3975 MERCANTILE DR, SUITE 154 LAKE OSWEGO, OR 97035	N/A	PUBLIC CHARITY	RESEARCH	5,000,
SELF ENHANCEMENT, INC. 3920 N KERBY AVENUE PORTLAND, OR 97227	N/A	PUBLIC CHARITY	YOUTH DEVELOPMENT	30,000,
THE CHILDREN'S COURSE 19825 RIVER ROAD GLADSTONE, OR 97027	N/A	PUBLIC CHARITY	EDUCATION	1,000.
THE FRESHWATER TRUST 65 SW YAMHILL ST, SUITE 200 PORTLAND, OR 97204	N/A	PUBLIC CHARITY	NATURE CONSERVATION	20,000,
WEST LINN - WILSONVILLE EDUCATION FOUNDATION 1980 WILLAMETTE FALLS DR #120-117 WEST LINN OR 97068	N/A	PUBLIC CHARITY	EDUCATION	17,500,
WEST SYLVAN FOUNDATION 8111 SW WEST SLOPE DR PORTLAND OR 97225 Total from continuation sheets	N/A	PUBLIC CHARITY	EDUCATION	10,000, 160,500,

'Part XV Supplementary Information Grants and Contributions Paid During the Year (Continuation) If recipient is an individual, Recipient show any relationship to any foundation manager or substantial contributor Foundation Purpose of grant or contribution Amount status of Name and address (home or business) recipient PUBLIC CHARITY EDUCATION ZMAN SCHOLARSHIP FOUNDATION N/A 3855 SW 153RD DRIVE BEAVERTON, OR 97006 1,000. Total from continuation sheets

Capital Gains and Los	sses for lax on investment income	)	140.513	<del></del>
	describe the kind(s) of property so ick warehouse; or common stock, 2		(b) How acquire P - Purchase D - Donation	d (c) Date acquired (d) Date sold (mo., day, yr.)
1a 2000 SHRS ISHARES MSCI TAIWAN			P	01/03/0702/14/1
b 2000 SHRS RAYONIER INC REIT			P	10/18/1002/11/1
c 2819 SHRS GREATER CHINA FUND INC			P	VARIOUS VARIOUS
d 100 SHRS INTL BUSINESS MACHINES			P	12/06/0607/19/1
e 6364 SHRS NEWS CORP CL B			P	VARIOUS 07/15/1
1 2000 SHRS WASTI	E MANAGEMENT INC	NEW	P	01/12/0707/12/1
g 400 SHRS INTL	BUSINESS MACHINE	ES	P	VARIOUS 07/19/1
h				
1				
<u>k</u>	<del></del>			
1				
_m				
<u>n</u>				
0	<del></del>			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(e)	n) Gain or (loss) plus (f) minus (g)
a 29,480.		29,700.		<220
b 123,310.		101,069.		22,241
c 35,594.		35,609.		<15
d 18,421.		9,462.		8,959
e 101,379.		90,259.		11,120
f 73,424.		74,120.		<696
g 73,683.		2,912.		<u>70,771</u>
h I				
<u>k</u>				
m				
n	<del></del>			
0				
	g gain in column (h) and owned by	the foundation on 12/31/69	(1) Lo	sses (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	Gains (excess	of col. (h) gain over col. (k), not less than "-0-")
a	_ <del>-</del>			<220
b				22,241
C	<del></del> -			<15
d	<del></del>			8,959
e			·	11,120
f				<696
9				70,771
h	· · · · · · · · · · · · · · · · · · ·			
1				
<u> </u>			<del></del>	
k				
1				
m				
n				
0				
2 Capital gain net income or (net cap	utal loss) {   If gain, also enter     If (loss), enter   -0	in Part I, line 7	2	112,160
Net short-term capital gain or (loss If gain, also enter in Part I, line 8, c	s) as defined in sections 1222(5) an	, I		
If (loss) enter "-0-" in Part I line 8		] ],	,	NT / 7\

FORM 990-PF INTEREST ON SAVIN	IGS AND TE	MPORARY CA	ASH :	INVESTMENTS	STATEMENT	1
SOURCE					AMOUNT	
MERRILL LYNCH EMA ACCOUNT					4,110.	
TOTAL TO FORM 990-PF, PART I,	LINE 3, C	OLUMN A		:	4,1	10.
FORM 990-PF DIVIDENDS	AND INTE	REST FROM	SEC	JRITIES	STATEMENT	2
SOURCE	GROS	S AMOUNT		PITAL GAINS DIVIDENDS	COLUMN (A AMOUNT	)
MERRILL LYNCH EMA ACCOUNT		93,799.	•	0.	93,7	99.
TOTAL TO FM 990-PF, PART I, LN	4	93,799.		0.	93,7	99.
FORM 990-PF	OTHER	INCOME			STATEMENT	3
DESCRIPTION		(A) REVENUE PER BOOKS	3	(B) NET INVEST- MENT INCOME		
OTHER INCOME	_		25.	25	•	
TOTAL TO FORM 990-PF, PART I,	LINE 11 =		25.	25		
ORM 990-PF ACCOUNTING FEES				STATEMENT	4	
	(A) EXPENSES PER BOOKS	(B) NET INVE MENT INC		(C) ADJUSTED NET INCOM		
ACCOUNTING FEES	2,500	. 1,	250.		1,2	50.
TO FORM 990-PF, PG 1, LN 16B	2,500	. 1,	250.	,	1,2	50.
<del></del>						

FORM 990-PF	TAXES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME		
2010 STATE OF OREGON BALANCE DUE	576.	0.		576.
TO FORM 990-PF, PG 1, LN 18	576.	0.		576.
FORM 990-PF	OTHER E	XPENSES		STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTEI NET INCON	
MERRILL LYNCH FEES OTHER FEES	84. 50.	84.		0. 50.
TO FORM 990-PF, PG 1, LN 23	134.	84.		50.
FORM 990-PF	CORPORAT	E STOCK		STATEMENT 7
DESCRIPTION		ВО	OK VALUE	FAIR MARKET VALUE
MERRILL LYNCH - EMA ACCOUNT		<del></del>	4,127,162.	4,639,668.
TOTAL TO FORM 990-PF, PART II, LINE 10B			4,127,162.	4,639,668.