Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

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
THE KINSMAN FOUNDATION

A Employer identification number
93-0861885

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3727 SE SPAULDING AVENUE

B Telephone number (see page 10 of the instructions)
(503) 654-1668

City or town, state, and ZIP code
MILWAUKIE, OR 97267

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 ▶ ☐

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)*▶$ 20,679,389

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis.)

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	301	301		
	4	Dividends and interest from securities	515,280	515,280		
	5a	Gross rents	11,400	11,400		
	b	Net rental income or (loss) -4,312				
	6a	Net gain or (loss) from sale of assets not on line 10	215,056			
	b	Gross sales price for all assets on line 6a 10,409,493				
	7	Capital gain net income (from Part IV, line 2)		215,056		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	3,218	2,328		
	12	**Total.** Add lines 1 through 11	745,255	744,365		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	200,160	115,902		84,258
	14	Other employee salaries and wages	175,764	109,359		66,405
	15	Pension plans, employee benefits	134,829	83,493		51,336
	16a	Legal fees (attach schedule)	1,566	1,566		
	b	Accounting fees (attach schedule)	2,290	1,718		572
	c	Other professional fees (attach schedule)	94,849	94,849		
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions)	30,101	24,454		1,135
	19	Depreciation (attach schedule) and depletion	10,919	9,499		
	20	Occupancy	49,769	42,438		7,331
	21	Travel, conferences, and meetings	678			678
	22	Printing and publications				
	23	Other expenses (attach schedule)	18,852	12,767		6,085
	24	**Total operating and administrative expenses.** Add lines 13 through 23	719,777	496,045		217,800
	25	Contributions, gifts, grants paid	1,136,731			1,136,731
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,856,508	496,045		1,354,531
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-1,111,253			
	b	**Net investment income** (if negative, enter -0-)		248,320		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	8,192	5,977	5,977
	2 Savings and temporary cash investments	733,195	662,941	662,941
	3 Accounts receivable ▶ 29,801 Less allowance for doubtful accounts ▶	4,620	29,801	29,801
	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)	15,876,716	13,475,823	12,620,702
	c Investments—corporate bonds (attach schedule)	48,971	48,971	11,034
	11 Investments—land, buildings, and equipment basis ▶ 1,116,331 Less accumulated depreciation (attach schedule) ▶ 105,938	1,019,822	1,010,393	1,542,894
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,395,138	5,741,495	5,806,040
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	22,086,654	20,975,401	20,679,389
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 ▶)	1,400	1,400	
	23 **Total liabilities** (add lines 17 through 22)	1,400	1,400	
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	182,801	182,801	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	394,140	394,140	
	29 Retained earnings, accumulated income, endowment, or other funds	21,508,313	20,397,060	
	30 **Total net assets or fund balances** (see page 17 of the instructions)	22,085,254	20,974,001	
	31 **Total liabilities and net assets/fund balances** (see page 17 of the instructions)	22,086,654	20,975,401	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	22,085,254
2	Enter amount from Part I, line 27a	2	-1,111,253
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	20,974,001
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	20,974,001

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)
1 a	ARTWORK	D	2001-04-23	2011-07-19
b	ROLLS ROYCE	D	2001-04-23	2011-05-27
c	SECURITIES LITIGATION SETTLEMENTS	P	2001-01-01	2011-01-01
d	PUBLICLY TRADED SECURITIES	P	2001-01-01	2011-01-01
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	36,154		9,600	26,554
b	6,750		17,512	-10,762
c	2,223			2,223
d	10,364,366		10,166,388	197,978
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				26,554
b				-10,762
c				2,223
d				197,978
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	215,056
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	1,322,289	21,004,124	0 06295
2009	1,443,199	19,517,682	0 07394
2008	1,749,825	26,333,501	0 06645
2007	1,706,502	34,859,450	0 04895
2006	1,559,321	34,360,038	0 04538

2	**Total** of line 1, column (d).	2	0 29768
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 05954
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	21,781,843
5	Multiply line 4 by line 3.	5	1,296,804
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,483
7	Add lines 5 and 6.	7	1,299,287
8	Enter qualifying distributions from Part XII, line 4.	8	1,354,531

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 VI Excise 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	2,483
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	
3	Add lines 1 and 2			3	2,483
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,483
6	Credits/Payments				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	4,400		
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	4,400
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	1,917
11	Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 700	**Refunded** ▶		11	1,217

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	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)?	1b		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 ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
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		No
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)*

			Yes	No
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?	13	Yes	

Website address ▶www kinsmanfoundation org

14 The books are in care of ▶THE KINSMAN FOUNDATION Telephone no ▶(503) 654-1668

Located at ▶3727 SE SPAULDING AVENUE MILWAUKIE OR ZIP+4 ▶972673938

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 |

			Yes	No
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		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)?	1b		No
	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		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*	3b		No
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)? **5b** **No**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☑ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** **No**

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

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

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** **No**

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
SARA BAILEY 3727 SE SPAULDING AVENUE MILWAUKIE, OR 972673938	GRANTS ASSOC 35 00	64,600	16,150	
ELAINE WOOD 3727 SE SPAULDING AVENUE MILWAUKIE, OR 972673938	ACCOUNTANT 38 00	78,200	28,501	

Total number of other employees paid over $50,000 ▶

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
NONE		

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

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. . . . . ▶	

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	14,760,141
b	Average of monthly cash balances	1b	1,054,030
c	Fair market value of all other assets (see page 24 of the instructions)	1c	6,299,375
d	**Total** (add lines 1a, b, and c)	1d	22,113,546
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	
3	Subtract line 2 from line 1d	3	22,113,546
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	331,703
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,781,843
6	**Minimum investment return.** Enter 5% of line 5	6	1,089,092

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	1,089,092
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 2,483		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,483
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,086,609
4	Recoveries of amounts treated as qualifying distributions	4	890
5	Add lines 3 and 4	5	1,087,499
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	1,087,499

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	1,354,531
b	Program-related investments—total from Part IX-B	1b	
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	1,354,531
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	2,483
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,352,048

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				1,087,499
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			373,639	
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 ▶ $ 1,354,531				
a Applied to 2010, but not more than line 2a			373,639	
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). . .	0			
d Applied to 2011 distributable amount.				980,892
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				106,607
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 XIV **Private 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)

	Tax year	Prior 3 years			(e) Total
	(a) 2011	**(b)** 2010	**(c)** 2009	**(d)** 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 XV **Supplementary 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

KEITH KINSMAN
3727 SE SPAULDING AVE
MILWAUKIE,OR 972673938
(503) 654-1668

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

SEE ATTACHED

c Any submission deadlines

SEE ATTACHED

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

SEE ATTACHED

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE SCHEDULE II ATTACHED ATTACHED, OR 99999	N/A	PUBLIC	ATTACHED	1,136,731
Total . . . . ▶ **3a**				1,136,731
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

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			14	301	
4 Dividends and interest from securities			14	515,280	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property			16	-4,312	
6 Net rental income or (loss) from personal property					
7 Other investment income			14	2,328	
8 Gain or (loss) from sales of assets other than inventory			18	215,056	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a RECOVERY PRIOR YR GRANTS					890
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				728,653	890

13 **Total.** Add line 12, columns (b), (d), and (e) 13 729,543

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes) (See page 28 of the instructions)

Part XVII **Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		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

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

******	2012-05-15	******
Signature of officer or trustee	Date	Title

Paid Preparer's Use Only

		Date	Check if self-employed ☐	PTIN
Preparer's Signature	William D Bogynska CPA			
Firm's name	William D Bogynska CPA PC		Firm's EIN	
Firm's address	1762 Sunset Ave West Linn, OR 97068		Phone no (503) 657-1726	

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

Additional Data

Software ID:	11000144
Software Version:	2011v1.2
EIN:	93-0861885
Name:	THE KINSMAN FOUNDATION

Form 990PF - Special Condition Description:

Special Condition Description

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
SHELLEY BAILEY 3727 SE SPAULDING AVENUE MILWAUKIE,OR 972673938	Director 2 00	0		
PAIGE KINSMAN 3727 SE SPAULDING AVENUE MILWAUKIE,OR 972673938	Director 2 00	0		
JACK SCHWAB 3727 SE SPAULDING AVENUE MILWAUKIE,OR 972673938	Sec /DIR 2 00	0		
PAMELA REYNOLDS 3727 SE SPAULDING AVENUE MILWAUKIE,OR 972673938	VP/TR/CFO/DIR 15 00	65,160	16,290	
KEITH KINSMAN 3727 SE SPAULDING AVENUE MILWAUKIE,OR 972673938	Pres /CEO/DIR 40 00	135,000	39,676	

TY 2011 Accounting Fees Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
WILLIAM D BOGYNSKA, CPA,P C	2,290	1,718	0	572

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

TY 2011 Depreciation Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

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
DELL COMPUTER - FINANCE	2011-11-08	920		91	5 0000	31			
BROTHER COLOR PRINTER	2011-10-27	477		91	5 0000	16			
DELL COMPUTER - ADMIN	2011-08-01	579		91	5 0000	48			
DELL COMPUTER	2010-06-25	559	56	91	5 0000	65			
SCANNER	2011-03-25	450		91	5 0000	68			
DELL COMPUTER - SERVER	2010-06-25	559	56	91	5 0000	112			
STOVE	2008-06-13	578	299	91	5 0000	116	116		
PRINTER	2008-01-31	400	233	91	5 0000	67			
COMPUTER - GRANTS	2007-12-14	1,318	814	91	5 0000	264			
SCANNER	2007-10-12	1,136	738	91	5 0000	57			
COMPUTER - FINANCE	2007-02-15	1,137	889	91	5 0000	190			
PAVING-SPAULDING	2004-11-05	1,430	582	67	6 67 %	95			
IMPROVEMENTS T/H (LIFE)	2002-06-10	19,984	6,210	85	3 64 %	727	727		
NEW ROOF TREEHOUSE (LIFE)	2001-12-20	2,239	732	85	3 64 %	81	81		
STRUCTURAL IMP T/H (LIFE)	2001-12-20	13,379	4,394	85	3 64 %	487	487		
TREEHOUSE(LIFE)	2001-12-20	94,784	31,158	85	3 64 %	3,447	3,447		
LIGHTING T/H (REM)	2002-08-13	535	159	85	3 64 %	19	19		
STRUCTURAL IMP T/H (REM)	2002-03-05	13,086	4,185	85	3 64 %	476	476		
SPRINKLER T/H (REM)	2002-02-10	1,493	480	85	3 64 %	54	54		
BUILDING-SPAULDING	2001-04-21	71,230	17,730	87	2 56 %	1,826			
NEW ROOF TREEHOUSE (REM)	2001-12-20	1,429	470	85	3 64 %	52	52		
STRUCTURAL IMP T/H (REM)	2001-12-20	11,560	3,798	85	3 64 %	420	420		
TREEHOUSE (REMAINDER)	2001-12-20	60,513	19,892	85	3 64 %	2,201	2,201		

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TY 2011 General Explanation Attachment

Name: THE KINSMAN FOUNDATION
EIN: 93-0861885
Software ID: 11000144
Software Version: 2011v1.2

Identifier	Return Reference	Explanation
		FORM 990-PF, PAGE 6, PART VII-B, QUESTIONS 5A(4) & 5C ---STATEMENT REQUIRED BY REGULATIONS SECTION 53 4945-5(D) ---(I) NAME AND ADDRESS OF GRANTEE PENDLETON FOUNDATION TRUST P O BOX 218 PENDLETON, OR 97801 THE PENDLETON FOUNDATION TRUST IS A SECTION 509(A)(3) TYPE III SUPPORTING ORGANIZATION THAT IS NOT FUNCTIONALLY INTEGRATED (II) DATE AND AMOUNT OF GRANT OCTOBER 15, 2010, $2,500(III) PURPOSE OF THE GRANT FEASIBILITY STUDY OF RENOVATION OF HISTORIC BUILDING(IV) AMOUNTS EXPENDED BY THE GRANTEE AS OF FEBRUARY 28, 2011, THE GRANTEE HAD SPENT $53,262 OUT OF $56,744 RAISED FOR THIS PURPOSE (V) WHETHER THE GRANTEE HAS DIVERTED ANY FUNDS TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS RECEIVED (VI) DATES OF ANY REPORTS RECEIVED FROM THE GRANTOR THE GRANTOR RECEIVED VARIOUS REPORTS (AND EMAILS AND TELEPHONE CONVERSATIONS) FROM THE GRANTEE AT VARIOUS DATES TO COMPLY WITH THE EXPENDITURE RESPONSIBILITY REGULATIONS A FINAL REPORT FROM THE GRANTEE WAS DATED FEBRUARY 28, 2011 (VII) DATE AND RESULTS OF ANY VERIFICATION OF THE GRANTEE'S REPORTS ON DECEMBER 9, 2010, THE GRANTOR SPOKE VIA TELEPHONE WITH A MEMBER OF THE ARCHITECTURAL FIRM AND A MEMBER OF THE CONSULTING FIRM WHO WERE PERFORMING THE FEASIBILITY STUDY THEY BOTH CONFIRMED THE STATUS OF THE PROJECT gRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE GRANTEE'S REPORTS NOTE 2
		FORM 990-PF, PAGE 6, PART VII-B, QUESTIONS 5A(4) & 5C ---STATEMENT REQUIRED BY REGULATIONS SECTION 53 4945-5(D) ---(I) NAME AND ADDRESS OF GRANTEE COMPASSION & CHOICES OF OREGON P O BOX 6404 PORTLAND, OR 97228 IN 2011 COMPASSION & CHOICES OF OREGON, AN OREGON NONPROFIT CORPORATION, (TIN 33-1230393) TRANSITIONED FROM A SUBORDINATE ORGANIZATION OF THE CENTRAL ORGANIZATION COMPASSION IN DYING FEDERATION OF AMERICA (TIN 91-1592328) TO A SUBORDINATE ORGANIZATION OF THE CENTRAL ORGANIZATION COMPASSION & CHOICES, AN IRC 501(C)(3) EXEMPT ORGANIZATION DESCRIBED IN IRC 509(A)(2), WITH A GROUP EXEMPTION NUMBER 5274 (TIN 84-1328829) (II) DATE AND AMOUNT OF GRANT DECEMBER 9, 2011, $5,000(III) PURPOSE OF THE GRANT SURVEY AND RESEARCH PRACTICES OF HOSPICES IN OREGON WITH RESPECT TO THE OREGON DEATH WITH DIGNITY ACT, EDUCATE HOSPICE ADMINISTRATORS OF ITS PROVISIONS (IV) AMOUNTS EXPENDED BY THE GRANTEE AS OF APRIL 30, 2012, THE GRANTEE HAD SPENT $4,032 OF THE GRANT AMOUNT (V) WHETHER THE GRANTEE HAS DIVERTED ANY FUNDS TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS RECEIVED (VI) DATES OF ANY REPORTS RECEIVED FROM THE GRANTOR GRANTOR HAS RECEIVED INTERIM REPORTS FROM GRANTEE MARCH 9, 2012 AND APRIL 17, 2012 DETAILING THE GRANTEE'S ACTIVITIES AND EXPENDITURES (VII) DATE AND RESULTS OF ANY VERIFICATION OF THE GRANTEE'S REPORTS TO DATE, THE GRANTOR HAS NOT INDEPENDENTLY VERIFIED INFORMATION IN THE GRANTEE'S REPORTS GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE GRANTEE'S REPORTS NOTE 1

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TY 2011 Investments Corporate Bonds Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE SCHEDULE I	48,971	11,034

TY 2011 Investments Corporate Stock Schedule

Name: THE KINSMAN FOUNDATION
EIN: 93-0861885
Software ID: 11000144
Software Version: 2011v1.2

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE SCHEDULE I	13,475,823	12,620,702

TY 2011 Investments - Land Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category/ Item	Cost/Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
Land	263,821		263,821	738,000
Buildings	843,768	100,090	743,678	802,000
Machinery and Equipment	8,742	5,848	2,894	2,894

TY 2011 Investments - Other Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
SEE SCHEDULE I	AT COST	5,741,495	5,806,040

TY 2011 Legal Fees Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
THEDE CULPEPPER MOORE MUNRO SILLIMAN LLP	1,566	1,566	0	0

TY 2011 Other Expenses Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Rental Expenses	7,632	7,632		
VEHICLE EXPENSE	755	755		
GRANT MANAGEMENT EXPENSE	1,991			1,991
BANK CHARGES	547	547		
DUES & SUBSCRIPTIONS	1,002	307		695
INVESTMENT EXPENSES	127	127		
OFFICE EXPENSES	6,798	3,399		3,399

TY 2011 Other Income Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECOVERY PRIOR YR GRANTS	890		
Other Investment Income	2,328	2,328	

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TY 2011 Other Liabilities Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Description	Beginning of Year - Book Value	End of Year - Book Value
SECURITY DEPOSIT	1,400	1,400

TY 2011 Other Professional Fees Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGERS	94,849	94,849	0	0

TY 2011 Taxes Schedule

Name: THE KINSMAN FOUNDATION

EIN: 93-0861885

Software ID: 11000144

Software Version: 2011v1.2

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHOLDING	12,069	12,069		
OREGON DEPT OF JUSTICE	1,135			1,135
FEDERAL EXCISE	4,512			
PROPERTY	12,385	12,385		

THE KINSMAN FOUNDATION
93-0861885
Form 990-PF, December 31, 2011

Schedule of Investments

	2010 Cost	2011 Cost	2011 Market
Investments-Corporate Stock			
Etrade	510,872.47	0.00	0.00
Wells Fargo/Brandes	1,553,705.10	1,100,887.38	803,378.63
Wells Fargo/Alliance	317,194.93	0.00	0.00
Schwab/Ferguson	2,351,688.82	1,972,867.51	2,345,951.60
Schwab/Ferguson Reit	343,656.45	0.00	0.00
Schwab/Ferguson Equity Income	1,786,189.44	1,898,084.84	2,191,553.52
Schwab/Insight	850,100.08	917,844.46	941,146.31
Merrill Lynch	5,355,023.22	4,508,174.05	3,402,730.83
Merrill Lynch 008	180,238.93	241,285.84	274,551.82
Merrill Lynch 19	196,391.19	255,950.36	222,075.50
Merrill Lynch J24	2,431,654.97	2,580,728.34	2,439,313.61
Total Investments - Corporate Stock	15,876,715.60	13,475,822.78	12,620,701.82
Investments-Corp. Bonds			
Merrill Lynch J24	48,970.81	48,970.81	11,033.75
Total Investments-Corp. Bonds	48,970.81	48,970.81	11,033.75
Investments-Other			
CDs Etrade	4,090,507.47	5,549,981.59	5,697,149.49
CD Key Investment	86,005.00	0.00	0.00
Artwork	9,600.00	0.00	0.00
Personal Property	191,514.00	191,514.00	108,891.00
Vehicle	17,511.75	0.00	0.00
Total Investments-Other	4,395,138.22	5,741,495.59	5,806,040.49

GRANT APPLICATION GUIDELINES

ELIGIBILITY

Grants are awarded for these purposes

- Historic preservation, primarily architectural preservation
- Native wildlife rehabilitation and appreciation, particularly rehabilitation programs providing urgent care for native wildlife, and appreciation programs that promote individuals' stewardship, understanding and enjoyment of native wildlife
- Arts, culture and the humanities, emphasizing Theater, Photography and Literary Arts

An important element of all grants is a benefit to the public at large, rather than to specialized populations or groups

Grants are awarded only to tax-exempt non-profit 501(c)(3) organizations and government agencies

The geographical area for our grants is Oregon and southern Washington

GRANT PROGRAMS (PLEASE NOTE ARTS, CULTURE AND THE HUMANITIES EXCEPTION)

Small grants   Inquiries for grants less than $10,000 are processed throughout the year, and there is no application deadline

Conventional grants   Inquiries are due August 1 of each year, and grant decisions are made in September for distribution in November

ARTS, CULTURE AND THE HUMANITIES EXCEPTION   Inquiries for all grants of any size are due February 15 of each year Grant decisions are made in April

TO APPLY FOR A 2012 GRANT OR A 2013 ARTS, CULTURE AND THE HUMANITIES GRANT

Please visit our website, www kinsmanfoundation org, and navigate to the page named Application Guidelines, contact our office by phone or mail, or email grants@kinsmanfoundation org to have a detailed description of our grantmaking process and policies Initial letters of inquiry may be submitted by mail, email, fax or our online application software

MISSION STATEMENT

We encourage the enjoyment of life through the traditional Oregonian and American values of freethinking, challenging abusive power, respect for personal creativity, skill, effort and accomplishment, dedication to individual justice, and appreciation of the natural world

Our model grant recipient is a small, independent organization staffed at least in part by volunteers, and built on an individual's commitment to a hope, vision or dream

THE KINSMAN FOUNDATION

2011 93-0861885

FORM 990-PF PART XV LINE 3a

GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
AMERICAN WILDLIFE FOUNDATION PO BOX 1246 MOLALLA OR 97038	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	15 000 00
APPELO ARCHIVES CENTER 1056 SR 4 NASELLE WA 98638	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	5 000 00
ARTHRITIS FOUNDATION INC OREGON OFFICE 9700 SW CAPITOL HWY STE 160 PORTLAND OR 97219	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	7 500 00
ARTISTS REPERTORY THEATRE 1515 SW MORRISON ST PORTLAND OR 97205	N A	PUBLIC CHARITY	ARTISTIC SALARIES	10 000 00
ASSOCIATION OF SMALL FOUNDATIONS 1720 N STREET NW WASHINGTON DC 20036	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2 000 00
AURORA COLONY HISTORICAL SOCIETY INCORPORATED PO BOX 202 AURORA OR 97002	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	9 500 00
BADGER RUN WILDLIFE REHAB 15993 HOMESTEAD LANE KLAMATH FALLS OR 97601	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	7 500 00
BENTON COUNTY HISTORICAL SOCIETY PO BOX 35 PHILOMATH OR 97370	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	7 500 00
BLUE MOUNTAIN WILDLIFE 71046 APPALOOSA LANE PENDLETON OR 97801	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	10 000 00
BROADARTS THEATRE INC PO BOX 13370 PORTLAND OR 97213-0370	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	10 000 00
BROADWAY ROSE THEATRE COMPANY PO BOX 231004 TIGARD OR 97281	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCE	30 000 00
CALYX INC PO BOX B CORVALLIS OR 97339	N A	PUBLIC CHARITY	LITERARY PUBLICATIONS	6 000 00
CASCADES RAPTOR CENTER PO BOX 5386 EUGENE OR 97405	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	12 144 00
CC STERN TYPE FOUNDRY INC PO BOX 2556 PORTLAND OR 97208	N A	PUBLIC CHARITY	HISTORIC COLLECTION MANAGEMENT	1 550 00
CHARITABLE PARTNERSHIP FUND C O OREGON PHOTO ADVENTURE PO BOX 13276 PORTLAND OR 97213	N A	PUBLIC CHARITY	ARTISTIC PRODUCTION	20 000 00
CHINTIMINI WILDLIFE REHABILITATION CENTER PO BOX 1433 CORVALLIS OR 97339	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	10 000 00

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NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
CITY OF ENTERPRISE 108 NE 1ST ENTERPRISE OR 97828	N A	LOCAL GOVERNMEN	HISTORIC BUILDING PLANNING EXCLUSIVELY PUBLIC PURPOSES	4 500 00
CITY OF LAKE OSWEGO PO BOX 369 LAKE OSWEGO OR 97034	N A	LOCAL GOVERNMEN	HISTORIC BUILDING RESTORATION EXCLUSIVELY PUBLIC PURPOSES	15 000 00
CLACKAMAS COUNTY HISTORICAL SOCIETY PO BOX 2211 OREGON CITY OR 97045	N A	PUBLIC CHARITY	ORGANIZATIONAL SUPPORT	2 000 00
CLACKAMAS COUNTY HISTORICAL SOCIETY PO BOX 2211 OREGON CITY OR 97045	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	4 000 00
CLASSIC GREEK THEATER INC PO BOX 13306 PORTLAND OR 97213-0306	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCE	5 000 00
COMPASSION AND CHOICES OF OREGON PO BOX 6404 PORTLAND OR 97228	N A	PUBLIC CHARITY	HEALTH CARE POLICY	5 000 00
CONFLUENCES 1701 BROADWAY #144 VANCOUVER WA 98663	N A	PUBLIC CHARITY	PUBLIC ART CONSERVATION	20 000 00
CROOK COUNTY HISTORICAL SOCIETY INC 246 N MAIN STREET PRINEVILLE OR 97554	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	10 000 00
CROSSROADS CREATIVE AND PERFORMING ARTS CENTER INC 2020 AUBURN AVE BAKER CITY OR 97814	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	6 000 00
EAST WASHINGTON COUNTY SHELTER PARTNERSHIP COUNCIL INC 11130 SW GREENBURG RD TIGARD OR 97223	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10 000 00
ELGIN ECONOMIC DEVELOPMENT AND GROWTH ENDEAVOR PO BOX 387 ELGIN OR 97827	N A	PUBLIC CHARITY	HISTORIC BUILDING REHABILITATION	5 000 00
FISHTRAP INC PO BOX 38 ENTERPRISE OR 97828	N A	PUBLIC CHARITY	ARTISTIC MEETINGS	10 000 00
FRIENDS OF FISH LAKE 90545 ALVADORE RD JUNCTION CITY OR 97448	N A	PUBLIC CHARITY	ORGANIZATIONAL SUPPORT	2 287 00
FRIENDS OF MENUCHA FOUNDATION 1418 GRAND PLACE VANCOUVER WA 98661	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	7 500 00
FRIENDS OF SKAMOKAWA FOUNDATION PO BOX 67 SKAMOKAWA WA 98647	N A	PUBLIC CHARITY	HISTORIC STRUCTURE RESTORATION	9 900 00
FRIENDS OF THE MOUNTED PATROL 1500 NW 18TH AVE STE 111 PORTLAND OR 97209	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	25 000 00

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GRACE EPISCOPAL CHURCH 791 17TH STREET ASTORIA OR 97013	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	10 000 00
GUIDESTAR 4801 COURTHOUSE ST STE 220 WILLIAMSBURG VA 23188-2678	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	500 00
HAND 2 MOUTH 6551 N MARYLAND PORTLAND OR 97217	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	9 000 00
HAWKWATCH INTERNATIONAL INC 2240 S 900 E SALT LAKE CITY UT 84106	N A	PUBLIC CHARITY	WILDLIFE APPRECIATION	5 000 00
HISTORIC CAROUSEL AND MUSEUM 503 1ST AVE WEST ALBANY OR 97321	N A	PUBLIC CHARITY	HISTORIC STRUCTURE PRESERVATION	2 500 00
HISTORIC PRESERVATION LEAGUE OF OREGON 24 NW FIRST AVENUE STE 274 PORTLAND OR 97209	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	28 402 50
HISTORIC PRESERVATION LEAGUE OF OREGON 24 NW FIRST AVENUE STE 274 PORTLAND OR 97209	N A	PUBLIC CHARITY	HISTORIC PRESERVATION	23 500 00
HISTORIC PRESERVATION LEAGUE OF OREGON 24 NW FIRST AVENUE STE 274 PORTLAND OR 97209	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	39 000 00
IMAGO THE THEATRE MASK ENSEMBLE PO BOX 15182 PORTLAND OR 97293-5182	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
INTERNATIONAL MUSEUM OF CAROUSEL ART PO BOX 797 HOOD RIVER OR 97031	N A	PUBLIC CHARITY	HISTORIC COLLECTION FACILITY CONSTRUCTION	20 000 00
INTERSTATE KENTON LITTLE LEAGUE INC 1407 N BALDWIN ST PORTLAND OR 97217	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2 500 00
KNAPPTON COVE HERITAGE CENTER PO BOX 2840 GEARHART OR 97138	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	6 000 00
LIBRARY FOUNDATION INC SERVING THE PEOPLE OF MULTNOMAH COUNTY 620 SW 5TH AVE STE 1025 PORTLAND OR 97204	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10 000 00
LITERARY ARTS INC 925 SW WASHINGTON ST PORTLAND OR 97205	N A	PUBLIC CHARITY	ARTISTIC SALARIES	10 000 00
LORD LEEBRICK THEATRE COMPANY 150 WEST BROADWAY EUGENE OR 97401	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
LORD & SHRYVER CONSERVANCY PO BOX 2755 SALEM OR 97308-2755	N A	PUBLIC CHARITY	HISTORIC STRUCTURE PRESERVATION	2 700 00

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MARYLHURST UNIVERSITY 17600 PACIFIC HIGHWAY PO BOX 261 MARYLHURST OR 97036-0261	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	40 000 00
MAXVILLE HERITAGE INTERPRETIVE CENTER PO BOX 492 ENTERPRISE OR 97828	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCE	25 000 00
MIRACLE THEATRE GROUP 425 SE 6TH AVE PORTLAND OR 97214	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	15 000 00
NAPA COMMUNITY S A N E - S A R T 1141 PEAR TREE LANE #200 NAPA CA 94558	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	10 000 00
NATIONAL TRUST FOR HISTORIC PRESERVATION IN THE UNITED STATES 5 THIRD ST STE 707 SAN FRANCISCO CA 94103	N A	PUBLIC CHARITY	HISTORIC PRESERVATION	20 000 00
NEWSPACE CENTER FOR PHOTOGRAPHY 1632 SE 10TH AVE PORTLAND OR 97214	N A	PUBLIC CHARITY	ARTISTIC WORKS EXHIBITION	10 000 00
NORTHWEST CHILDREN'S THEATER AND SCHOOL INC 1819 NW EVERETT ST PORTLAND OR 97209	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2 500 00
OLD CHURCH SOCIETY INC 1422 SW 11TH AVE PORTLAND OR 97201	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	37 500 00
OREGON COAST AQUARIUM PORTLAND OFFICE 310 SW 4TH #507 PORTLAND OR 97204	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	10 000 00
OREGON COUNCIL FOR THE HUMANITIES 813 SW ALDER ST STE 702 PORTLAND OR 97205	N A	PUBLIC CHARITY	ARTISTIC MEETINGS	15 000 00
OREGON CULTURAL HERITAGE COMMISSION PO BOX 3588 PORTLAND OR 97208-3588	N A	PUBLIC CHARITY	ARTISTIC MEETINGS	5 000 00
OREGON HEALTH AND SCIENCE UNIVERSITY FOUNDATION 1121 SW SALMON ST STE 100 PORTLAND OR 97205-2021	N A	PUBLIC CHARITY	HEALTH CARE TRAINING PROGRAM	75 000 00
OREGON HUMANE SOCIETY PO BOX 11364 PORTLAND OR 97211	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	7 500 00
OREGON INSTITUTE OF SCIENCE & MEDICINE 2251 DICK GEORGE RD CAVE JUNCTION OR 97523	N A	PUBLIC CHARITY	SCIENTIFIC RESEARCH	24 000 00
OREGON JEWISH MUSEUM INC 1953 NW KEARNEY STREET PORTLAND OR 97209	N A	PUBLIC CHARITY	ARTISTIC WORKS EXHIBITION	4 000 00
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVE PORTLAND OR 97219-3099	N A	PUBLIC CHARITY	ARTISTIC MEDIA PROGRAMMING	35 000 00

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OREGON SHAKESPEAREAN FESTIVAL ASSOC PO BOX 158 ASHLAND OR 97520	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	20 000 00
OSPIRG FOUNDATION INC 1536 SE 11TH AVE PORTLAND OR 97214	N A	PUBLIC CHARITY	HEALTH CARE POLICY	10 000 00
OYSTERVILLE RESTORATION FOUNDATION 3380 SE NINTH AVE PORTLAND OR 97202-2715	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	6 677 02
PENINSULA LITTLE LEAGUE INC PO BOX 11581 PORTLAND OR 97211	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2 500 00
PINE VALLEY COMMUNITY MUSEUM INC 37539 GOODWIN SAWMILL LANE HALFWAY OR 97834	N A	PUBLIC CHARITY	HISTORIC BUILDING REHABILITATION	10 000 00
POETRY NORTHWEST EVERETT COMMUNITY COLLEGE 2000 TOWER ST EVERETT WA 98201	N A	PUBLIC CHARITY	LITERARY PUBLICATION	5 000 00
PORTLAND ACTORS CONSERVATORY 1436 SW MONTGOMERY ST PORTLAND OR 97201	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
PORTLAND AUDUBON SOCIETY 5151 NW CORNELL ROAD PORTLAND OR 97210	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	20 000 00
PORTLAND CENTER STAGE 128 NW ELEVENTH AVE PORTLAND OR 97209	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	35 000 00
PORTLAND INSTITUTE FOR CONTEMPORARY ART 224 NW 13TH AVE #305 PORTLAND OR 97209	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	15 000 00
PORTLAND REVELS PO BOX 12108 PORTLAND OR 97212	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	8 000 00
PROFILE THEATRE PROJECT PO BOX 14845 PORTLAND OR 97293	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	13 500 00
PUBLIC PLAYHOUSE 2257 NW RALEIGH ST PORTLAND OR 97210	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
QUINTESSENCE LTD 7025 N BURRAGE AVE PORTLAND OR 97217	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	3 750 00
ROWENA WILDLIFE CLINIC 6900 HWY 30 THE DALLES OR 97058	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	9 500 00
SALEM WILDLIFE REHABILITATION ASSOCIATION INC PO BOX 13868 SALEM OR 97309	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	6 500 00

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SANTIAM HERITAGE FOUNDATION PO BOX 161 STAYTON OR 97383	N A	PUBLIC CHARITY	HISTORIC BUILDING RESTORATION	10 000 00
SHERIE HILDRETH OVARIAN CANCER FOUNDATION PO BOX 327 GLADSTONE OR 97027	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	2 500 00
SOCIETY OF ST VINCENT DE PAUL PORTLAND COUNCIL PO BOX 42157 PORTLAND OR 97242-0157	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5 000 00
SOUTHERN OREGON HISTORICAL SOCIETY INC 106 N CENTRAL AVE MEDFORD OR 97501	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	6 270 00
SOWELU THEATER 5706 NE SIMPSON PORTLAND OR 97218	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
STAGES OF LIFE 3344 SE HAROLD CT PORTLAND OR 97202	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	5 000 00
TEARS OF JOY THEATRE 323 NE WYGANT ST STE 201 PORTLAND OR 97211	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCE	5 000 00
TECHNICAL ASSISTANCE FOR COMMUNITY SERVICES 1001 SE WATER AVE STE 490 PORTLAND OR 97214	N A	PUBLIC CHARITY	ORGANIZATIONAL SUPPORT	15 000 00
THE NATURE OF WORDS PO BOX 56 BEND OR 97709	N A	PUBLIC CHARITY	ARTISTIC FEES	5 500 00
THE ORLO FOUNDATION 810 SE BELMONT STUDIO 5 PORTLAND OR 97214	N A	PUBLIC CHARITY	LITERARY PUBLICATION	13 800 00
THIRD RAIL REPERTORY THEATRE PO BOX 96063 PORTLAND OR 97296	N A	PUBLIC CHARITY	ARTISTIC PERFORMANCES	10 000 00
TURTLE RIDGE WILDLIFE CENTER PO BOX 768 SALEM OR 97308-0768	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	10 000 00
UNITED WAY OF JACKSON COUNTY INC 769 SPRING ST MEDFORD OR 97504	N A	PUBLIC CHARITY	ORGANIZATIONAL SUPPORT	1 500 00
UNIVERSITY OF PORTLAND 5000 N WILLAMETTE BLVD PORTLAND OR 97203	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	5 000 00
VINTAGE HIGH SCHOOL MUSIC BOOSTERS 1375 TROWER AVE NAPA CA 94558	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	15 000 00
WHITESIDE THEATRE FOUNDATION PO BOX T CORVALLIS OR 97339	N A	PUBLIC CHARITY	HISTORIC BUILDING PRESERVATION	10 000 00

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WILDLIFE CENTER OF THE NORTH COAST PO BOX 1232 ASTORIA OR 97103	N A	PUBLIC CHARITY	WILDLIFE REHABILITATION	10 000 00
WILLAMETTE FALLS HERITAGE FOUNDATION INC PO BOX 635 WEST LINN OR 97068	N A	PUBLIC CHARITY	ARTISTIC PUBLICATION	1 250 00
YAKIMA SYMPHONY ORCHESTRA INC 32 NO 3RD ST #333 YAKIMA WA 98901	N A	PUBLIC CHARITY	GENERAL OPERATING SUPPORT	6 000 00
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