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Form **990-PF**
**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation**

OMB No 1545-0052

**2011**Department of the Treasury  
Internal Revenue Service

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

For calendar year 2011 or tax year beginning **10/01/11**, and ending **09/30/12**

Name of foundation

**RALPH & ADOLPH JACOBS FOUNDATION  
C/O STUART ROSENFIELD**

Number and street (or P O box number if mail is not delivered to street address)

**1207 SW 6TH**

Room/suite

City or town, state, and ZIP code

**PORTLAND OR 97204**

G Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at  
end of year (from Part II, col. (c),  
line 16) ► \$ **937,079** (Part I, column (d) must be on cash basis.)J Accounting method  Cash  Accrual  
 Other (specify)

A Employer identification number

**93-6021910**

B Telephone number (see instructions)

C If exemption application is pending, check here ► D 1 Foreign organizations, check here ► 2 Foreign organizations meeting the  
85% test, check here and attach computation ► E If private foundation status was terminated under  
section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination  
under section 507(b)(1)(B), check here ► **Part I Analysis of Revenue and Expenses** (The total of  
amounts in columns (b), (c), and (d) may not necessarily equal  
the amounts in column (a) (see instructions))

(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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1 Contributions, gifts, grants, etc., received (attach schedule)			
2 Check ► <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B			
3 Interest on savings and temporary cash investments	1	1	1
4 Dividends and interest from securities	21,469	21,469	21,469
5a Gross rents			
b Net rental income or (loss)			
6a Net gain or (loss) from sale of assets not on line 10	41,929		
b Gross sales price for all assets on line 6a	46,950		
7 Capital gain net income (from Part IV, line 2)		41,929	
8 Net short-term capital gain			0
9 Income modifications			
10a Gross sales less returns & allowances	63,399	63,399	21,470
b Less Cost of goods sold			
c Gross profit or (loss) (attach schedule)			
11 Other income (attach schedule)			
12 Total. Add lines 1 through 11	63,399	63,399	21,470
13 Compensation of officers, directors, trustees, etc	0		
14 Other employee salaries and wages			
15 Pension plans, employee benefits			
16a Legal fees (attach schedule)			
b Accounting fees (attach schedule)	1,100		1,100
c Other professional fees (attach schedule)			
17 Interest			
18 Taxes (attach schedule) (see instructions)	635	260	56
19 Depreciation (attach schedule) and depletion			
20 Occupancy			
21 Travel, conferences, and meetings			
22 Printing and publications			
23 Other expenses (att sch)	44	7	37
24 Total operating and administrative expenses.	1,779	267	0 1,193
Add lines 13 through 23	65,000		65,000
25 Contributions, gifts, grants paid	66,779	267	0 66,193
26 Total expenses and disbursements. Add lines 24 and 25	-3,380		
27 Subtract line 26 from line 12		63,132	
a Excess of revenue over expenses and disbursements			
b Net investment income (if negative, enter -0-)			
c Adjusted net income (if negative, enter -0-)			21,470

For Paperwork Reduction Act Notice, see instructions.

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Assets	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
1 2 3 4 5 6 7 8 9 10a b c 11 12 13 14 15 16	Cash—non-interest-bearing Savings and temporary cash investments Accounts receivable ► Less allowance for doubtful accounts ► Pledges receivable ► Less allowance for doubtful accounts ► Grants receivable Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) Other notes and loans receivable (att schedule) ► Less allowance for doubtful accounts ► Inventories for sale or use Prepaid expenses and deferred charges Investments—U S and state government obligations (attach schedule) Investments—corporate stock (attach schedule) Investments—corporate bonds (attach schedule) Investments—land, buildings, and equipment basis ► Less accumulated depreciation (attach sch ) ► Investments—mortgage loans Investments—other (attach schedule) Land, buildings, and equipment basis ► Less accumulated depreciation (attach sch ) ► Other assets (describe ►) Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	See Stmt 4	0		
				308,663	304,120
					930,382
Liabilities	Accounts payable and accrued expenses Grants payable Deferred revenue Loans from officers, directors, trustees, and other disqualified persons Mortgages and other notes payable (attach schedule) Other liabilities (describe ►)	)	314,197	310,817	937,079
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. Unrestricted Temporarily restricted Permanently restricted Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 27 through 31. Capital stock, trust principal, or current funds Paid-in or capital surplus, or land, bldg , and equipment fund Retained earnings, accumulated income, endowment, or other funds Total net assets or fund balances (see instructions) Total liabilities and net assets/fund balances (see instructions)	► <input checked="" type="checkbox"/>	0	0	
			314,197	310,817	

## 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	314,197
2	Enter amount from Part I, line 27a	2	-3,380
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	310,817
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	310,817

**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.)
<b>1a</b> 300 SH EXXON MOBIL CORP			P	04/11/97	02/21/12
<b>b</b> 100 SH IBM CORP			P	02/26/92	04/03/12
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)	
<b>a</b> 25,950		2,916		23,034	
<b>b</b> 21,000		2,105		18,895	
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) F MV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
<b>a</b>					23,034
<b>b</b>					18,895
<b>c</b>					
<b>d</b>					
<b>e</b>					
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		41,929
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 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

 Yes  No

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

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 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	64,309	907,810	0.070840
2009	63,775	817,629	0.078000
2008	65,939	798,608	0.082567
2007	83,582	1,258,629	0.066407
2006	79,320	1,256,416	0.063132

2 Total of line 1, column (d) 2 0.360946

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 0.072189

4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 4 877,203

5 Multiply line 4 by line 3 5 63,324

6 Enter 1% of net investment income (1% of Part I, line 27b) 6 631

7 Add lines 5 and 6 7 63,955

8 Enter qualifying distributions from Part XII, line 4 8 66,193

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)	<div style="border: 1px solid black; padding: 2px;">1</div> <div style="border: 1px solid black; padding: 2px;">2</div> <div style="border: 1px solid black; padding: 2px;">3</div> <div style="border: 1px solid black; padding: 2px;">4</div> <div style="border: 1px solid black; padding: 2px;">5</div>	631
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
3	Add lines 1 and 2		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	
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	
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10	
11	Enter the amount of line 10 to be <b>Credited to 2012 estimated tax</b> ►	Refunded	11

**Part VII-A** Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	<div style="border: 1px solid black; padding: 2px;">Yes</div> <div style="border: 1px solid black; padding: 2px;">No</div>
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?  If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities	<div style="border: 1px solid black; padding: 2px;">X</div>
1c	Did the foundation file Form 1120-POL for this year?	<div style="border: 1px solid black; padding: 2px;">X</div>
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	<div style="border: 1px solid black; padding: 2px;">X</div>
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	<div style="border: 1px solid black; padding: 2px;">X</div>
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	<div style="border: 1px solid black; padding: 2px;">X</div>
b	If "Yes," has it filed a tax return on Form 990-T for this year?	<div style="border: 1px solid black; padding: 2px;">X</div>
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	<div style="border: 1px solid black; padding: 2px;">X</div>
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?	<div style="border: 1px solid black; padding: 2px;">X</div>
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	<div style="border: 1px solid black; padding: 2px;">X</div>
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►  <b>None</b>	<div style="border: 1px solid black; padding: 2px;">X</div>
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	<div style="border: 1px solid black; padding: 2px;">X</div>
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)? If "Yes," complete Part XIV	<div style="border: 1px solid black; padding: 2px;">X</div>
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	<div style="border: 1px solid black; padding: 2px;">X</div>

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	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	X	
Website address ►	N/A			
14	The books are in care of ► STUART ROSENFELD 1207 SW 6TH AVE	Telephone no ►	503-292-6014	
Located at ►	PORTLAND	OR	ZIP+4 ►	97204-3713
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	►	15	►
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

			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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		N/A	►
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?		N/A	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years ► 20 , 20 , 20 , 20	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		N/A	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 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?	<input type="checkbox"/>	Yes	<input checked="" type="checkbox"/> 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)		N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?			

## 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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	5b
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? If "Yes," attach the statement required by Regulations section 53.4945-5(d)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If Yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	N/A	7b

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

## 1 List all officers, directors, trustees, foundation managers and their compensation (see 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
William W. Rosenfeld 1207 SW 6TH	Portland OR 97204	SECRY/TREAS 5.00	0	0
Alice Norris 1207 SW 6TH	PORTLAND OR 97204	Trustee 5.00	0	0
Leslie R. Labbe 1207 SW 6TH	Portland OR 97204	Trustee 5.00	0	0
Stuart Rosenfeld 1207 SW 6TH	Portland OR 97204	President 5.00	0	0

## 2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

► 0  
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**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 instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50 000	(b) Type of service	(c) Compensation
<b>NONE</b>		

**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 N/A****2****3****4****Part IX-B Summary of Program-Related Investments (see instructions)**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

**1 N/A****2**

All other program-related investments. See instructions

**3****Total. Add lines 1 through 3** ►Form **990-PF** (2011)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	877,272
b	Average of monthly cash balances	1b	13,289
c	Fair market value of all other assets (see instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	890,561
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	890,561
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	13,358
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	877,203
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	43,860

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

1	Minimum investment return from Part X, line 6	1	43,860
2a	Tax on investment income for 2011 from Part VI, line 5	2a	631
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	631
3	Distributable amount before adjustments Subtract line 2c from line 1	3	43,229
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	43,229
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	43,229

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	66,193
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	66,193
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 instructions)	5	631
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	65,562

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

## Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				43,229
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011				
a From 2006	17,937			
b From 2007	23,669			
c From 2008	26,449			
d From 2009	23,572			
e From 2010	19,556			
f Total of lines 3a through e	111,183			
4 Qualifying distributions for 2011 from Part XII, line 4 ► \$ 66,193				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				43,229
e Remaining amount distributed out of corpus	22,964			
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:	134,147			
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 instructions				
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	17,937			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	116,210			
10 Analysis of line 9				
a Excess from 2007	23,669			
b Excess from 2008	26,449			
c Excess from 2009	23,572			
d Excess from 2010	19,556			
e Excess from 2011	22,964			



**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year <b>See Statement 7</b>				<b>65,000</b>
<b>Total</b>			► 3a	<b>65,000</b>
b Approved for future payment <b>N/A</b>				
<b>Total</b>			► 3b	

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

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514	(e) Related or exempt function income (See instructions )
		(a) Business code	(b) Amount	(c) Exclusion code	
<b>1</b>	<b>Program service revenue</b>				
a					
b					
c					
d					
e					
f					
g	Fees and contracts from government agencies				
<b>2</b>	<b>Membership dues and assessments</b>				
<b>3</b>	<b>Interest on savings and temporary cash investments</b>			<b>14</b>	<b>1</b>
<b>4</b>	<b>Dividends and interest from securities</b>			<b>14</b>	<b>21,469</b>
<b>5</b>	<b>Net rental income or (loss) from real estate</b>				
a	Debt-financed property				
b	Not debt-financed property				
<b>6</b>	<b>Net rental income or (loss) from personal property</b>				
<b>7</b>	<b>Other investment income</b>				
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>			<b>14</b>	<b>41,929</b>
<b>9</b>	<b>Net income or (loss) from special events</b>				
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>				
<b>11</b>	<b>Other revenue a</b>				
b					
c					
d					
e					
<b>12</b>	<b>Subtotal Add columns (b), (d), and (e)</b>		<b>0</b>	<b>63,399</b>	<b>0</b>
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>			<b>13</b>	<b>63,399</b>
(See worksheet in line 13 instructions to verify calculations )					

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



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**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 1,100	\$ 1,100	\$ 0	\$ 1,100
Total	\$ 1,100	\$ 0	\$ 0	\$ 1,100

**Statement 2 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
DEPARTMENT OF JUSTICE	\$ 56	\$ 56	\$ 56	\$ 56
FEDERAL TAX	319			
FOREIGN TAX	260	260	0	56
Total	\$ 635	\$ 260	\$ 0	\$ 56

**Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$	\$	\$	\$
OFFICE EXPENSE	37			
BROKER STATEMENT FEES	7	7	0	37
Total	\$ 44	\$ 7	\$ 0	\$ 37

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**Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments**

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TOTAL	\$ 308,663	\$ 304,120	Cost	\$ 930,382
Total	\$ 308,663	\$ 304,120		\$ 930,382

**Federal Statements****Statement 5 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

WRITTEN DESCRIPTION OF THE ORGANIZATION, PURPOSE OF APPLICATION AND PROOF OF TAX-EXEMPT STATUS.

**Statement 6 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations****Description**

GRANTS ARE MADE FOR CULTURAL, EDUCATIONAL, CIVIC ACTIVITIES AND CHARITABLE REASONS. PRIMARY GEOGRAPHIC LIMITATIONS ARE THE TRI-COUNTY AREA WITH PRIMARY EMPHASIS GIVEN TO THE OREGON CITY AREA.

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**Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year**

Name	Address	Relationship	Status	Purpose	Amount
AUDUBON SOCIETY OF PORTLAND PORTLAND OR 97210	3151 NW CORNELL RD PUBLIC	NONE	3 151 NW CORNELL RD PUBLIC	ANIMAL	2,000
BLANCHET HOUSE PORTLAND OR 97209	340 NW GLISAN PUBLIC	NONE	340 NW GLISAN PUBLIC	HUMAN SERVICE	3,000
CENTRAL CITY CONCERN PORTLAND OR 97209	2 NW SECOND AVE PUBLIC	NONE	2 NW SECOND AVE PUBLIC	HUMAN SERVICE	2,000
CHILDRENS CTR OF CLACKAMA OREGON CITY OR 97045	1500 DIVISION STREET PUBLIC	NONE	1500 DIVISION STREET PUBLIC	HUMAN SERVICE	3,000
CLACKAMAS COMMUNITY LAND TRUST MILWAUKIE OR 97222	11062 SE 21ST AVE PUBLIC	NONE	11062 SE 21ST AVE PUBLIC	COMMUNITY	2,000
COMMUNITY TRANSITION SCHOOL PORTLAND OR 97218	6601 NE KILLGWSWORTH ST PUBLIC	NONE	6601 NE KILLGWSWORTH ST PUBLIC	COMMUNITY	2,000
FRIENDS OF THE COLUMBIA G PORTLAND OR 97204	522 SW 5TH AVE PUBLIC	NONE	522 SW 5TH AVE PUBLIC	ENVIRONMENTAL	2,000
FOREST PARK CONSERVANCY PORTLAND OR 97210	1505A NW 23RD AVE PUBLIC	NONE	1505A NW 23RD AVE PUBLIC	ENVIRONMENTAL	2,000
HOYT ARBORETUM FRIENDS FD PORTLAND OR 97221	4000 FAIRVIEW BLVD PUBLIC	NONE	4000 FAIRVIEW BLVD PUBLIC	ENVIRONMENTAL	2,000
ILLAHEE PORTLAND OR 97204	421 SW SIXTH PUBLIC	NONE	421 SW SIXTH PUBLIC	EDUCATION	2,000
LOAVES & FISHES PORTLAND OR 97206	6125 SE 62ND AVE PUBLIC	NONE	6125 SE 62ND AVE PUBLIC	HUMAN SERVICE	2,000
NW HOUSING ALTERNATIVES MILWAUKIE OR 97222	2316 SE WILLARD ST PUBLIC	NONE	2316 SE WILLARD ST PUBLIC	COMMUNITY	2,000
OREGON FOOD BANK PORTLAND OR 97238	PO BOX 55370 PUBLIC	NONE	PO BOX 55370 PUBLIC	HUMAN SERVICES	4,000
OREGON HISTORICAL SOCIETY PORTLAND OR 97205	1200 SW PARK AVE PUBLIC	NONE	1200 SW PARK AVE PUBLIC	COMMUNITY	2,000
PARROTT CREEK FAMILY SERV OREGON CITY OR 97045	501 PLEASANT AVE PUBLIC	NONE	501 PLEASANT AVE PUBLIC	COMMUNITY	2,000
PLANNED PARENTHOOD PORTLAND OR 97206	3231 SE 50TH AVE PUBLIC	NONE	3231 SE 50TH AVE PUBLIC	HUMAN SERVICE	2,000
PORTLAND RESCUE MISSION PORTLAND OR 97209	111 W BURNSIDE PUBLIC	NONE	111 W BURNSIDE PUBLIC	HUMAN SERVICE	2,000

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**Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)**

Name	Address	Relationship	Status	Address	Purpose	Amount
SALVATION ARMY PORTLAND OR 97232	1785 NE SANDY BLVD	NONE		133 N SIXTH AVE	COMMUNITY	4,000
SISTERS OF THE ROAD CAFE PORTLAND OR 97209		NONE		16535 SW TUALATIN VALLEY	HUMAN SERVICE	3,000
ST MARY'S BOYS HOME BEAVERTON OR 97005		NONE		PO BOX 1195	HUMAN SERVICE	2,000
WETLANDS CONSERVANCY TUALATIN OR 97062		NONE		PO BOX 585	ENVIRONMENTAL	2,000
PORTLAND FESTIVAL SYMPHONY PORTLAND OR 97207		NONE		PO BOX 305	PUBLIC ARTS	2,500
PROJECT POOCH LAKE OSWEGO OR 97034		NONE		515 NE 15TH AVE	HUMAN SERVICES	2,000
ALL CLASSICAL PUBLIC MEDI PORTLAND OR 97232		NONE		PO BOX 2211	COMMUNITY	2,000
CLACKAMAS HISTORICAL SOC OREGON CITY OR 97045		NONE		19600 S MOLALLA AVE	EDUCATION	2,500
CLACKAMAS REPERTORY THEATRE OREGON CITY OR 97045		NONE		522 SW FIFTH AVE, STE 920	ARTS	2,000
CHAMBER MUSIC NORTHWEST PORTLAND OR 97204		NONE		PO BOX 2592	ARTS	2,000
CLACKAMAS VOLUNTEERS IN MEDICINE OREGON CITY OR 97045		NONE		PUBLIC	HUMAN SERVICE	3,000
						<u>65,000</u>
					Total	