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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

2012
Open to Public Inspection


For calendar year 2012, or tax year beginning 01-01-2012 , and ending 12-31-2012

Name of foundation CASCADE FOUNDATION		A Employer identification number 20-4956488	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 913		B Telephone number (see instructions)	
City or town, state, and ZIP code ROCKPORT, ME 048560913		C If exemption application is pending, check here <input type="checkbox"/>	
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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 20,609,090	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	585,351	585,351		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	275,995			
	b Gross sales price for all assets on line 6a _____ 7,283,508				
	7 Capital gain net income (from Part IV , line 2)		170,462		
	8 Net short-term capital gain				
	9 Income modifications			170,462	
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	2,273	2,273		
	12 Total. Add lines 1 through 11	863,619	758,086	170,462	
	13 Compensation of officers, directors, trustees, etc	219,496			219,496
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	37,098	21,534		15,564
	16a Legal fees (attach schedule)	1,220	1,220		
	b Accounting fees (attach schedule)	12,825	12,825		
	c Other professional fees (attach schedule)	64,927			64,927
	17 Interest	145	145		
	18 Taxes (attach schedule) (see instructions)	311	311		
	19 Depreciation (attach schedule) and depletion	2,642	2,642		
	20 Occupancy				
	21 Travel, conferences, and meetings	6,427			6,427
	22 Printing and publications				
	23 Other expenses (attach schedule)	16,823	8,540		8,283
	24 Total operating and administrative expenses. Add lines 13 through 23	361,914	47,217		314,697
	25 Contributions, gifts, grants paid	1,044,704			1,044,704
	26 Total expenses and disbursements. Add lines 24 and 25	1,406,618	47,217		1,359,401
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-542,999			
	b Net investment income (if negative, enter -0-)		710,869		
	c Adjusted net income (if negative, enter -0-)			170,462	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	60,797	25,515	25,515
	2	Savings and temporary cash investments	221,076	4,115,813	4,115,813
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	7,062,380	 4,850,069	5,191,403
	b	Investments—corporate stock (attach schedule)	7,466,991	 5,334,358	5,498,363
	c	Investments—corporate bonds (attach schedule).	1,875,155	 1,744,726	1,851,905
	11	Investments—land, buildings, and equipment basis ▶ _____ 306,487 Less accumulated depreciation (attach schedule) ▶ _____		306,487	306,487
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,737,902	 3,477,791	3,549,901
	14	Land, buildings, and equipment basis ▶ _____ 22,436 Less accumulated depreciation (attach schedule) ▶ _____	9,945	 22,436	7,303
Liabilities	15	Other assets (describe ▶ _____)	16,731	 10,200	62,400
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	20,450,977	19,887,395	20,609,090
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	6,914	 1,324	
	23	Total liabilities (add lines 17 through 22)	6,914	1,324	
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	20,444,063	19,886,071	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions)	20,444,063	19,886,071	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	20,450,977	19,887,395	

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	20,444,063
2	Enter amount from Part I, line 27a	2	-542,999
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	19,901,064
5	Decreases not included in line 2 (itemize) ▶ _____ 	5	14,993
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	19,886,071

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	PUBLICALLY TRADED STOCK	P	2008-04-08	2012-11-04
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 7,283,571		7,007,576	275,995
b			
c			
d			
e			

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 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			275,995
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	170,462
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

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))
2011	21,188,943	20,417,695	1 037774
2010	21,502,442	19,713,317	1 090757
2009	22,168,657	14,161,468	1 565421
2008	17,346,353	16,495,512	1 05158
2007	17,538,770	15,837,018	1 107454

2	Total of line 1, column (d).	2	5 852986
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	1 170597
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	21,323,279
5	Multiply line 4 by line 3.	5	24,960,966
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,109
7	Add lines 5 and 6.	7	24,968,075
8	Enter qualifying distributions from Part XII, line 4. 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	8	20,882,158

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	14,217
c		All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3		Add lines 1 and 2.		3	14,217
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5		Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	14,217
6		Credits/Payments			
a		2012 estimated tax payments and 2011 overpayment credited to 2012	6a	20,415	
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	20,415
8		Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	6,198
11		Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/>	Refunded <input type="checkbox"/>	11	6,198

Part VII-AStatements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none">By language in the governing instrument, orBy 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		
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 instructions) <input type="checkbox"/> ME _____			
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 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	Yes	
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NA				
14	The books are in care of ▶DANIEL DIBNER	Telephone no ▶(203) 903-0762		
Located at ▶P O BOX 913 ROCKPORT ME		ZIP +4 ▶048560913		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/>			
and enter the amount of tax-exempt interest received or accrued during the year ▶		15		
16	At any time during calendar year 2012, 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 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? <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 checked="" type="checkbox"/> Yes <input 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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?.	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 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?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	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 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 instructions)?

5b

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

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
See Additional Data Table				

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.

2

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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
GOLDMAN SACHS 200 WEST STR 39TH FLOOR NEW YORK, NY 10282	MANAGE FUNDS	64,927
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
1UNIVERSITY OF PENNSYLVANIA OBYGN SIMULATOR LABRATORY	140,000
2UNITED MID-COAST CHARITIITIES PHILANTHROPIC XMAS CAMPAIGN	100,000
3FARNSWORTH ART MUSEUM SUPPORT THE FINE ARTS	79,500
4PENBAY HEALTH CARE FUND WOMEN HEALTH FOR LOW INCOME MOTHERS	53,000

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
1GOLDMAN SACHS VARIOUS FUNDS 16044966	16,044,966
2OTHER INVESTMENTS STATEMENT 118 3477791	3,477,791
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	19,522,757

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	20,275,686
b	Average of monthly cash balances.	1b	1,340,964
c	Fair market value of all other assets (see instructions).	1c	31,349
d	Total (add lines 1a, b, and c).	1d	21,647,999
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	21,647,999
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	324,720
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	21,323,279
6	Minimum investment return. Enter 5% of line 5.	6	1,066,164

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	1,066,164
2a	Tax on investment income for 2012 from Part VI, line 5.	2a	14,217
b	Income tax for 2012 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	14,217
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,051,947
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	1,051,947
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,051,947

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	1,359,401
b	Program-related investments—total from Part IX-B.	1b	19,522,757
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	20,882,158
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	20,882,158
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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				1,051,947
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			735	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008.				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 20,882,158				
a Applied to 2011, but not more than line 2a			735	
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 2012 distributable amount.				1,051,947
e Remaining amount distributed out of corpus	1,359,401			
5 Excess distributions carryover applied to 2012 (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	1,359,401			
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 2011 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013.				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 2007 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a.	1,359,401			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .	306,772			

Part XIVPrivate Operating Foundations (see 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 2012, enter the date of the ruling.

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
(a) 2012	(b) 2011	(c) 2010	(d) 2009		
710,869	731,431	347,781	158,978	1,949,059	
604,239	621,716	295,614	135,131	1,656,700	
20,882,158	21,188,943	21,502,442	20,606,874	84,180,417	
20,882,158	21,188,943	21,502,442	20,606,874	84,180,417	
19,887,395	20,790,976	20,092,448	20,744,246	81,515,065	
19,854,759	20,764,300	20,061,938	20,710,894	81,391,891	
710,776	680,590	657,111	474,409	2,522,886	
863,619	1,091,434	721,130	473,602	3,149,785	

b

85% of line 2a

c

Qualifying distributions from Part XII, line 4 for each year listed

d

Amounts included in line 2c not used directly for active conduct of exempt activities

e

Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c

3

Complete 3a, b, or c for the alternative test relied upon

a

"Assets" alternative test—enter

(1)

Value of all assets

(2)

Value of assets qualifying under section 4942(j)(3)(B)(i)

b

"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c

"Support" alternative test—enter

(1)

Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2)

Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3)

Largest amount of support from an exempt organization

(4)

Gross investment income

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

NONE

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

NONE

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 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

b

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

c

Any submission deadlines

d

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

Form 990-PF (2012)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,044,704
b Approved for future payment				
Total			3b	

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	(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	383,644	
4	Dividends and interest from securities. . . .			14	201,707	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	275,995	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory. .					
11	Other revenue a K-1 UBTI	523920	-2,727			
b	GRANT CANCELLED	900099	5,000			
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e). .		2,273		861,346	
13	Total. Add line 12, columns (b), (d), and (e).					863,619

[illegible]

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

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.






***** 2013-11-15 *****
 Signature of officer or trustee Date Title
 May the IRS discuss this return with the preparer shown below (see instr.)? ☒ Yes ☐ No

May the IRS discuss this return with the preparer shown below (see instr)? ☒ **Yes** ☐ **No**

**Paid
Preparer
Use
Only**

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN
	Robert G Wilkins E A	Robert G Wilkins E A	2013-11-15		P00170295
	Firm's name <input type="checkbox"/>	PDQ Tax Service Inc		Firm's EIN <input type="checkbox"/> 03-0306470	
		51 Adams Drive			
	Firm's address <input type="checkbox"/>	Saint Johnsbury, VT 05819		Phone no (802) 748-3382	

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
DANIEL DIBNER  P O BOX 913 ROCKPORT,ME 048560913	MANAGER 35 00	93,248	0	0
VICTORIA DIBNER  P O BOX 913 ROCKPORT,ME 048560913				
AURORA C DIBNER  74 GLOUCESTER COURT NEWINGTON,CT 06111	DIRECTOR 5 00	11,000	0	0
AVALON B DIBNER  3131 WALNUT STREET PHILADELPHIA,PA 19104				
BERN L DIBNER  688 COMMERCIAL STREET ROCKPORT,ME 04856	DIRECTOR 5 00	11,000	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
UNIVERSITY OF PENNSYLVANIA 418 CURIE BLVD PHILADELPHIA,PA 191044217	ADVISE BD	EDUCATION	OBGYN SIMULATOR LABORATORY	140,000
UNITED MID-COAST CHARITIES P O BOX 205 CAMDEN,ME 048430205	ADVISE BD	NON PROFIT	PHILANTHROPIC XMAS CAMPAIGN	100,000
FARNSWORTH ART MUSEUM 160 MUSEUM STREET ROCKLAND,ME 04841	NONE	NON PROFIT	SUPPORT FINE ARTS	79,500
PEN BAY HEALTHCARE 22 WHITE STREET ROCKLAND,ME 04841	NONE	NON PROFIT	HEALTHCARE FOR INCOME WOMEN	53,000
LOWELL OBSERVATORY 1400 W MARS HILL ROAD FLAGSTAFF,AZ 86001	ADVISE BD	EDUCATION	1 PHILANTHROPIC 2 SCIENTIFIC RESEARCH	50,250
SMITHOSIAN INSTITUTE P O BOX 37012 WASHINGTON,DC 20013	NONE	NON PROFIT	SMITHDIBNER LIBRARY FUNDING	50,000
UCONN FOUNDATION 263 FARMINGTON AVENUE FARMINGTON,CT 06030	NONE	EDUCATION	FREE DENTAL CARE FOR CT RESIDENTS	50,000
NATURE CONSERVANCY OF MAINE 14 MAIN STREET SUITE 401 BRUNSWICK,ME 04011	NONE	TRUST	LAND PRESERVATION	25,000
PLANNED PARENTWOOD 434 WEST 33RD STREET NEW YORK,NY 10001	NONE	NON PROFIT	NATIONAL FUND RAISER	25,000
COASTAL MTN LAND TRUST 101 MOUNT BATTLE STREET CAMDEN,ME 04843	NONE	TRUST	OPERATING EXPS	25,000
FAMILY PLANNING ASSOCIATION P O BOX 587 AUGUSTA,ME 043320587	NONE	NON PROFIT	FAMILY PLANNING SERVICES	25,000
OWLS HEAD TRANSPORT MUSEUM 117 MUSEUM STREET OWLS HEAD,ME 04854	NONE	NON PROFIT	OPERATING EXPS	25,000
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK,NY 10010	NONE	PROFIT	ORAL SURGERY	25,000
NEW HOPE FOR WOMEN 9 PARK STREET ROCKLAND,ME 04841	NONE	EDUCATION	SUPPORTS WOMEN SHELTER	20,000
TOWN OF ROCKPORT P O BOX 10 ROCKPORT,ME 048560010	NONE	TOWN	POLICE CLUB K-9 PROGRAM	15,000


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BREAST FEEDING RESOURCE 1355 OLD YORK ROAD SUITE 101 ABINGTON,PA 19001	NONE	NON PROFIT	LOW INCOME BREAST FEEDING COUNSELING	15,000
COASTAL MAINE BOTANICAL GARDEN P O BOX 234 BOOTHBAY,ME 045370234	NONE	NON PROFIT	PUBLIC GARDEN EDUCATION CENTER	10,000
CHILDREN ORGAN TRANSPLANT ASSO 2501 COTA AVENUE BLOOMINGTON,IN 47403	NONE	NON PROFIT	MEDICAL RESEARCH	10,000
MEDSHARE INTERNATIONAL 3240 CLIFTON SPRINGS ROAD DECATUR,GA 30034	NONE	NON PROFIT	MEDICAL SUPPLISE FOR DISASTGER AREA OF THE WORLD	10,000
OCEANA 1350 CONN AVENUE NW WASHINGTON,DC 200361722	NONE	NON PROFIT	PRESERVE & PROTECT MARINE LIFE WORLDWIDE	10,000
REEF RELIEF 631 GREENE STREET KEY WEST,FL 33040	NONE	NON PROFIT	ENVIRONMENTAL RESEARCH	10,000
WEATHERVANE THEATRE P O BOX 127 ROUTE 3 WHITEFIELD,NH 035980127	NONE	NON PROFIT	REBUILD FROM FIRE	10,000
MID COAST HOSPITALITY HOUSE P O BOX 155 ROCKPORT,ME 048560155	NONE	NON PROFIT	LOW INCOME EMERGENCY SHELTER	10,000
ASHOKA 1700 NORTH MOORE ST STE 2000 ARLINGTON,VA 222091939	NONE	NON PROFIT	CHARITABLE GIFT	10,000
CAMDEN FIRST AID ASSOCIATION 123 JOHN STREET CAMDEN,ME 04843	NONE	NON PROFIT	OPERATING EXPS	10,000
WHEELCHAIR FOUNDATION 3820 BLACKHAWK ROAD DANVILLE,CA 94506	NONE	NON PROFIT	SUPPLIES FREE WHEELCHAIRS FOR DISABLED CHILDREN	10,000
ENVIRONMENTAL DEFENSE FUND 1875 CONN AVE NW STE 600 WASHINGTON,DC 200095739	NONE	NON PROFIT	PROTECT ENVIRONMENT INITIATIVE WORLDWIDE	10,000
VISITING NURSE and HOSPICE P O BOX 489 WILTON,CT 068970489	NONE	NON PROFIT	PROVIDES HEALTH & SUPPORT FOR THE ELDERLY & DISAB	10,000
ACCION INTERNATIONAL 56 ROLAND STREET CHARLESTOWN,MA 02129	NONE	NON PROFIT	ENTREPRENEURIAL	10,000
MEALS ON WHEELS 39 SUMMER STREET ROCKLAND,ME 048412389	NONE	NON PROFIT	OPERATING EXPS	10,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
USO WORLD HEADQUARTERS P O BOX 96860 WASHINGTON,DC 200906860	NONE	NON PROFIT	OPERATING EXPS	10,000
SAVE THE CHILDREN 54 WILTON ROAD WESTPORT,CT 06880	NONE	NON PROFIT	CHILD CHARITY	10,000
THE COMMUNITY SCHOOL P O BOX 555 CAMDEN,ME 048430555	NONE	EDUCATION	SINGLE MOTHER COUNSELING AND EDUCATION	10,000
FOSTER CARE FOR SUCCESS 21351 GENTRY DRIVE STE 130 STERLING,VA 20166	NONE	NON PROFIT	YOUTH MENTOR PROGRAM UNDER PRIVILEGE CHILDREN	10,000
FRIENDS OF THE HUNLEY 1250 SUPPLY ST BLDG 255 NORTH CHARLESTON,SC 29405	NONE	NON PROFIT	RESTORATION CIVIL WAR SUBMARINE - HUNLEY	10,000
GOOD SHEPARD FOOD BANK P O BOX 1807 AUBURN,ME 042111807	NONE	PUB CHARI	FUND RAISER FOR SOUP KITCHEN	10,000
PENOBSCOT MARINE MUSEUM P O BOX 498 SEARSPORT,ME 049740498	NONE	NON PROFIT	UNDER RESTRICTED	10,000
WOUNDED WARRIER PROJECT P O BOX 758517 TOPEKA,KS 66675	NONE	NON PROFIT	NATIONAL CAMPAIGN FOR WOUNDED SOLDIERS	10,000
CAMDEN CONFERENCE P O BOX 882 CAMDEN,ME 048430882	NONE	NON PROFIT	PUBLIC AWARENESS PROGRAMS	10,000
CAMDEN INTL FILM FESTIVAL P O BOX 836 CAMDEN,ME 048430836	NONE	NON PROFIT	CULTURAL EDUCATION PROGRAMS	10,000
PENOBSCOT BAY YMCA P O BOX 840 ROCKPORT,ME 048560840	NONE	NON PROFIT	YOUTH PROGRAMS FUND RAISER	7,000
ROCKPORT PUBLIC LIBRARY P O BOX 8 ROCKPORT,ME 048560008	NONE	PUBLIC LIB	OPERATING EXPS	5,000
ISLAND INSTITUTE P O BOX 648 ROCKLAND,ME 048410648	NONE	NON PROFIT	OCEANIC AND MARITIME NATURE EDUCATION	5,000
EVERYMAN REPERTORY THEATRE P O BOX 938 ROCKPORT,ME 048560938	NONE	NON PROFIT	FUNDRAISER	5,000
STATION MAINE 75 MECHANIC STREET ROCKLAND,ME 04841	NONE	NON PROFIT	MARITIME AND CHILD EDUCATION PROGRAM	5,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CTR FOR ME CONTEMPORARY ART P O BOX 147 ROCKPORT,ME 048560147	NONE	EDUCATION	EDUCATION AND EXHIBITIONS	5,000
OSPREY CLUB 22 WHITE STREET ROCKLAND,ME 04841	ADVISE BD	NON PROFIT	MEDICAL SERVICES FOR POOR	5,000
BIGELOW LABORATORY P O BOX 475 WEST BOOTHBAY HARBOR,ME 045750475	NONE	NON PROFIT	OCEANIC RESEARCH AND EDUCATION	5,000
LEARNING ALLY 20 ROSZEL ROAD PRINCETON,NJ 085409983	NONE	NON PROFIT	FREE AUDIO RECORDING DEVICES FOR IMPAIRED	5,000
LUNA PRESERVATION SOCIETY P O BOX 1866 BROOKLINE,MA 024461866	NONE	NON PROFIT	OPERATING EXPS	5,000
ISLANDWOOD 4450 BLAKELY AVENUE BAINBRIDGE ISLAND,WA 98110	NONE	NON PROFIT	EDUCATIONAL	5,000
RESTORATIVE JUSTICE PROJECT P O BOX 141 BELFAST,ME 049150141	NONE	NON PROFIT	FIRST OFFENDER EDUCATION AND SUPPORT	5,000
WOMEN FOR WOMEN INTL 4455 CONN AVE NW STE 200 WASHINGTON,DC 20008	NONE	NON PROFIT	OPERATIN EXPS	2,500
ABC OF WILTON P O BOX 7658 WILTON,CT 068977658	NONE	NON PROFIT	SUPPORTS EDUCATION SERVICE	2,000
MEGUNTCOOK ROWING P O BOX 855 CAMDEN,ME 048430855	ADVISE BD	NON PROFIT	PUBLIC ROWING EDUCATION	10,000
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVENUE NEWYORK,NY 100280198	NONE	NON PROFIT	SUPPORT FINE ARTS	2,000
CAMDEN ROTARY CLUB P O BOX 602 CAMDEN,ME 048430602	NONE	NON PROFIT	FUNDRAISER	58
PENBAY HEALTHCARE 22 WHITE STREET ROCKLAND,ME 04841	NONE	NON PROFIT	SPECIAL PLACEMATS TEACHES CHILDREN ABOUT LYME DIS	3,396
Total  3a				1,044,704

TY 2012 Accounting Fees Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PDQ TAX SERVICE	12,825	12,825	0	0

TY 2012 Compensation Explanation**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Person Name	Explanation
DANIEL DIBNER	WAGES PAID TO ADMINISTER THE FOUNDATION, CONTROL AND OVERSEE THE ASSETS
VICTORIA DIBNER	ASSIST THE MANAGER IN MANAGING AND OVERSEEING THE FOUNDATIONS ASSETS
AURORA C DIBNER	MEET WITH THE MANAGERS FOUR TIMES A YEAR TO ASSIST IN GUIDING THE FOUNDATION ASSETS
AVALON B DIBNER	MEET WITH THE MANAGERS FOUR TIMES A YEAR TO AID IN GUIDING THE FOUADATION ASSETS
BERN L DIBNER	MEET WITH THE MANAGERS FOUR TIMES A YEAR TO AID IN GUIDING THE FOUNDATION ASSETS

TY 2012 Contractor Compensation Explanation

Name: CASCADE FOUNDATION

EIN: 20-4956488

Contractor	Explanation
GOLDMAN SACHS	FEES DEDUCTED FROM VARIOUS CUSTOMER FUNDS DURING EACH QTR OF 2010

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

TY 2012 Depreciation Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

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
LAPTOP COMPUTER SYS	2006-04-19	2,319	2,319	SL	5	0	0	0	
ACCOUNTING SOFTWARE	2006-04-19	524	524	SL	5	0	0	0	
PRINTER	2007-11-04	617	613	SL	5	4	0	0	
TERA BACKUP UNIT	2008-03-01	420	347	M	5	48	0	0	
VCD MACBO LAPTOP	2008-05-04	2,690	2,225	M	5	310	0	0	
FIREPROOF SAFE	2008-08-25	2,474	1,702	M	7	221	0	0	
RENEW QUICKBOOKS	2008-09-01	1,321	1,093	M	5	152	0	0	
M-TECH LAPTOP	2008-09-12	5,061	3,224	M	5	583	0	0	
MICROSOFT OFFICE	2008-11-06	220	181	M	5	25	0	0	
SIRIUS RADIO	2010-09-05	241	70	SL	5	48	0	0	
GENERATOR	2011-08-29	1,028	55	SL	7	147	0	0	
M-TECH LAPTOP	2011-10-21	5,521	138	SL	5	1,104	0	0	

TY 2012 Investments Corporate Bonds Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PRIVATE CORP BONDS	1,744,726	1,851,905

**TY 2012 Investments Corporate
Stock Schedule**

Name: CASCADE FOUNDATION
EIN: 20-4956488

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GOLDMAN SACHS VARIOUS STOCK FU	5,334,358	5,498,363

TY 2012 Investments Government Obligations Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

US Government Securities - End of

Year Book Value:

4,850,069

US Government Securities - End of

Year Fair Market Value:

5,191,403

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2012 Investments - Other Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
GMS ALPHA IV PORTFOLIO		1,000,000	1,175,000
GS CAPITAL PARTNERS VI PARALLELL		700,180	616,010
VCFA PRIVATE EQUITY PARTNERS IV		556,522	464,666
GSCP VI PARALLEL AIV		62,096	39,315
STONE WORKS LTD		0	0
MOUNT KENNETT CAPITAL PARTNERS		672,872	616,010
OTHER PRIVATE EQUITY		314,110	302,952
GS VINTAGE FUND LP		172,011	335,948

TY 2012 Land, Etc. Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER & OFFICE EQUIPMENT	22,436	15,133	7,303	7,303

TY 2012 Legal Fees Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	1,220	1,220	0	0

TY 2012 Other Assets Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DAVINCI HORSE SCULPTURE ANTIQUE	5,800	5,800	58,000
BRONZE ART	3,985	3,985	3,985
DEPOSIT LAND PURCHASE	3,468	0	0
PREPAID EXCISE TAX	3,478	415	415

TY 2012 Other Decreases Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Description	Amount
MEALS 50	366
EXCISE TAX	14,627

TY 2012 Other Expenses Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSE	1,625	1,625	0	0
DUES	540	540	0	0
MISCELLANEOUS K-1 EXP	7,917	0	0	7,917
OFFICE EXPENSES	1,151	1,151	0	0
TELEPHONE	5,099	5,099	0	0
MEALS 50	366	0	0	366
REPAIRS	125	125	0	0

TY 2012 Other Income Schedule**Name:** CASCADE FOUNDATION**EIN:** 20-4956488

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
K-1 MISC INCOME	-1,998	-1,998	0
UBTI K-1	-729	-729	0
GRANT CANCELED STATION MAINE	5,000	5,000	0

TY 2012 Other Liabilities Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Description	Beginning of Year - Book Value	End of Year - Book Value
PAYROLL TAXES	6,914	1,324

TY 2012 Other Professional Fees Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GOLDMAN MANAGEMENT FEES	64,927	0	0	64,927

TY 2012 Taxes Schedule

Name: CASCADE FOUNDATION

EIN: 20-4956488

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	311	311	0	0