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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 , and ending

Name of foundation The Harold & Arlene Schnitzer CARE Foundation		A Employer identification number 93-1159884
Number and street (or P O box number if mail is not delivered to street address) 1121 SW Salmon	Room/suite	B Telephone number (see instructions) 503-973-0286
City or town, state, and ZIP code Portland OR 97205		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 42,404,316	J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify)	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)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	1,340			
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	10,209	10,209		
	4 Dividends and interest from securities	501,921	501,921		
	5a Gross rents	412,702	413,271		
	b Net rental income or (loss): 284,579				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 16	305,825			
	b Gross sales price for all assets on line 6a 6,386,800				
	7 Capital gain net income (from Part IV, line 2)		635,621		
	8 Net short-term capital gain			0	
	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) Stmt 17	534,715	47,630			
12 Total. Add lines 1 through 11	1,766,712	1,608,652	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	71,906			62,829
	14 Other employee salaries and wages	82,662	13,590		69,389
	15 Pension plans, employee benefits	25,576	1,716		23,860
	16a Legal fees (attach schedule) See Stmt 1	8,885	1,777		7,108
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) Stmt 2	106,397	89,022		17,375
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 3	75,271	47,948		
	19 Depreciation (attach schedule) and depletion Stmt 4	14,194	20,696		
	20 Occupancy				
	21 Travel, conferences, and meetings	3,004	602		2,402
	22 Printing and publications				
	23 Other expenses (attach schedule) Stmt 5	204,328	52,554		147,636
	24 Total operating and administrative expenses. Add lines 13 through 23	592,223	227,905	0	330,599
	25 Contributions, gifts, grants paid	7,573,223			4,738,556
26 Total expenses and disbursements. Add lines 24 and 25	8,165,446	227,905	0	5,069,155	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-6,398,734				
b Net investment income (if negative, enter -0-)		1,380,747			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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	310,721	273,195	273,195
	2 Savings and temporary cash investments	3,722,705	733,604	733,604
	3 Accounts receivable ▶ 95,596			
	Less: allowance for doubtful accounts ▶	78,515	95,596	95,596
	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 instructions)			
	7 Other notes and loans receivable (att schedule) ▶			
	Less: allowance for doubtful accounts ▶ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	27,529	28,658	28,658
	10a Investments – U S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) See Stmt 6	16,750,241	19,202,087	19,202,087
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ▶ 3,601,518			
Less: accumulated depreciation (attach sch) ▶ Stmt 7 51,518	3,550,000	3,550,000	3,550,000	
12 Investments – mortgage loans				
13 Investments – other (attach schedule) See Statement 8	19,056,831	18,506,840	18,506,840	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach sch) ▶				
15 Other assets (describe ▶ See Statement 9)	14,336	14,336	14,336	
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	43,510,878	42,404,316	42,404,316	
Liabilities	17 Accounts payable and accrued expenses	7,315	5,552	
	18 Grants payable	3,426,667	6,261,334	
	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 ▶ See Statement 10)	296,522	99,813	
23 Total liabilities (add lines 17 through 22)	3,730,504	6,366,699		
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			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	39,780,374	36,037,617	
30 Total net assets or fund balances (see instructions)	39,780,374	36,037,617		
31 Total liabilities and net assets/fund balances (see instructions)	43,510,878	42,404,316		

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	39,780,374
2 Enter amount from Part I, line 27a	2	-6,398,734
3 Other increases not included in line 2 (itemize) ▶	3	2,655,977
4 Add lines 1, 2, and 3	4	36,037,617
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	36,037,617

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)		(b) How acquired P – Purchase D – Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Statement 16		P		
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 6,386,800		5,751,179	635,621
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			635,621
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	635,621
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 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	3,447,122	43,321,109	0.079571
2010	3,820,570	46,669,702	0.081864
2009	3,689,942	44,379,719	0.083145
2008	5,086,577	55,014,394	0.092459
2007	6,335,540	66,616,254	0.095105

2 Total of line 1, column (d)	2	0.432144
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	0.086429
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	41,979,495
5 Multiply line 4 by line 3	5	3,628,246
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,807
7 Add lines 5 and 6	7	3,642,053
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	5,069,155

Form 990-PF (2012) **The Harold & Arlene Schnitzer CARE 93-1159884**Page **4****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 ☐ 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	13,807
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	13,807
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	13,807
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	46,859	
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	46,859	
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	33,052	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☒ 33,052 Refunded ☐	11		

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?		☒
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the 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		☒
c Did the foundation file Form 1120-POL for this year?		☒
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.		☒
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		☒
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	☒	
b If "Yes," has it filed a tax return on Form 990-T for this year?	☒	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? 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: • 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?	☒	
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	☒	
8a Enter the states to which the foundation reports or with which it is registered (see 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	☒	
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		☒
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		☒

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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? Website address ► N/A	13	X	
14	The books are in care of ► The Harold & Arlene CARE Foundation Telephone no. ► 503-973-0286 1121 SW Salmon, Portland, OR Located at ► Portland OR ZIP+4 ► 97205			
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 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? 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? ☐ 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	1b	X
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? N/A	1c	
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? ☐ 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 instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
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	X

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)? Organizations relying on a current notice regarding disaster assistance check here	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).	N/A ☐ Yes ☐ No			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? If "Yes" to 6b, file Form 8870.		6b		X
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?	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
See Statement 11				

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
Jim Chin PO Box 2708	Portland OR 97208 Controller	40.00	64,158	4,686
				0

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

0

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(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
James R. Martin Consulting P.O. Box 1369 Vancouver, WA WA 98666	Consulting	67,305
Total number of others receiving over \$50,000 for professional services		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 See Statement 12	190,343
2 See Statement 13	41,325
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	

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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	18,220,799
b	Average of monthly cash balances	1b	1,815,670
c	Fair market value of all other assets (see instructions)	1c	22,582,308
d	Total (add lines 1a, b, and c)	1d	42,618,777
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	42,618,777
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	639,282
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,979,495
6	Minimum investment return. Enter 5% of line 5	6	2,098,975

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	2,098,975
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,807
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,807
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,085,168
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	2,085,168
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	2,085,168

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	5,069,155
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	5,069,155
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	13,807
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,055,348

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				2,085,168
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2012:				
a From 2007	1,408,114			
b From 2008	2,344,487			
c From 2009	1,483,024			
d From 2010	1,498,273			
e From 2011	1,322,518			
f Total of lines 3a through e	8,056,416			
4 Qualifying distributions for 2012 from Part XII, line 4: ► \$ 5,069,155				
a Applied to 2011, 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 2012 distributable amount				2,085,168
e Remaining amount distributed out of corpus	2,983,987			
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	11,040,403			
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)	1,408,114			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	9,632,289			
10 Analysis of line 9:				
a Excess from 2008	2,344,487			
b Excess from 2009	1,483,024			
c Excess from 2010	1,498,273			
d Excess from 2011	1,322,518			
e Excess from 2012	2,983,987			

Part XIV Private 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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year				(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
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 foundation 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))
N/A

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.
N/A

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 or e-mail of the person to whom applications should be addressed:
Barbara Hall 503-973-0286
1121 SW Salmon Portland OR 97205

b The form in which applications should be submitted and information and materials they should include
See Statement 14

c Any submission deadlines:
February 28, May 31, August 31, and November 30

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
See Statement 15

Form 990-PF (2012) **The Harold & Arlene Schnitzer CARE 93-1159884**Page **11****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 Statement 18				4,738,556
Total			▶ 3a	4,738,556
b Approved for future payment See Statement 18				6,261,334
Total			▶ 3b	6,261,334

Federal Statements

FYE: 12/31/2012

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Legal Fees	\$ 8,885	\$ 1,777	\$ --	\$ 7,108
Total	\$ 8,885	\$ 1,777	\$ 0	\$ 7,108

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Consulting Fees	\$ 85,762	\$ 68,387		\$ 17,375
Management Fees	20,635	20,635		
Total	\$ 106,397	\$ 89,022	\$ 0	\$ 17,375

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Property Tax	\$ 47,043	\$ 47,948		\$
Federal	930			
State	22,864			
Foreign	4,434			
Total	\$ 75,271	\$ 47,948	\$ 0	\$ 0

Federal Statements

FYE: 12/31/2012

Statement 4 - Form 990-PF, Part I, Line 19 - Depreciation

Description			Date Acquired	Cost Basis	
Prior Year Depreciation	Method	Life	Current Year Depreciation	Net Investment Income	Adjusted Net Income
Building Depreciation				\$ 13,112	
\$	Straight Line	39	\$ 13,112	\$ 19,614	\$
Equipment Depreciation				1,082	
	Straight Line	7	1,082	1,082	
Total				\$ 14,194	
\$ 0			\$ 14,194	\$ 20,696	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$	\$	\$	\$
Expenses				
Staff training	2,997	599		2,398
Meals	8,276	845		3,293
Dues & subscription	7,173	2,546		4,627
Licenses & Fees	578	453		125
Office Supplies	342	68		274
Miscellaneous	223	45		178
Program Expenditures to Recip	124,064			124,064
Bank Charges	29	6		23
Computer Supplies	7,540	1,508		6,032
Insurance	6,022	3,197		2,825
Cleaning & Maintenance	1,321	1,321		
Commissions	39	39		
Utilities	22,981	22,981		
Security	2,161	2,161		
Grounds Maintenance	7,316	7,316		

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses (continued)

Description				
	Total	Net Investment	Adjusted Net	Charitable Purpose
Common Area Expense	\$ 6,311	\$ 6,311	\$	\$
Amortization	3,158	3,158		
Fundraising	3,797			3,797
Total	\$ 204,328	\$ 52,554	\$ 0	\$ 147,636

Statement 6 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
Ameritrade	\$ 16,750,241	\$ 19,202,087	Market	\$ 19,202,087
Total	<u>\$ 16,750,241</u>	<u>\$ 19,202,087</u>		<u>\$ 19,202,087</u>

Statement 7 - Form 990-PF, Part II, Line 11 - Land, Building, and Equipment Investments

<u>Description</u>	<u>Beginning Net Book</u>	<u>End Cost / Basis</u>	<u>End Accumulated Depreciation</u>	<u>Net FMV</u>
Land	\$ 1,065,000	\$ 1,065,000	\$	\$ 1,065,000
Buildings	2,482,398	2,521,025	38,627	2,482,398
Equipment	2,602	15,493	12,891	2,602
Total	<u>\$ 3,550,000</u>	<u>\$ 3,601,518</u>	<u>\$ 51,518</u>	<u>\$ 3,550,000</u>

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
Anchor Point Commodity	\$ 73,455	\$	Market	\$
Anchor Point Global	199,806	16,190	Market	16,190
Angelo Gordon Advisors	523,938		Market	
Common Sense Partners	506,732	457,064	Market	457,064
Common Sense Long-Biased	1,188,184	491,233	Market	491,233
Common Sense Opportunity		222,796	Market	222,796
JCF GM LF, LP	23,979	18,506	Market	18,506
JCF CO LF, LP	37,270	29,563	Market	29,563
JCF BR LF, LP	3,439	2,698	Market	2,698
Salient Surgical Technologies	31,190	15,851	Market	15,851
Wellpartner, Inc.	1	1	Market	1
BNY Cayman Fund III	705,546	819,585	Market	819,585

Statement 8 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
EuclidSR Partners LP	\$ 332,408	\$ 167,645	Market	\$ 167,645
Keyhaven Capital II	829,976	884,893	Market	884,893
Northwest Capital Partners II LP	531,061	171,221	Market	171,221
Oaktree Value Opp LP	1,321,429	1,520,085	Market	1,520,085
Spur Ventures II LP	785,203	885,872	Market	885,872
Spur Ventures III LP	166,541	256,961	Market	256,961
Synectic Ventures II LLC	28,562	24,493	Market	24,493
Synectic Ventures III LLC	26,279	34,589	Market	34,589
Technology Partners Fund VII LP	584,365	534,462	Market	534,462
Cabrillo Commerce Center, LLC	5,819,551	6,533,358	Market	6,533,358
Patrick Airport Business Center, LLC	1,748,074	1,321,002	Market	1,321,002
SeaTac Village Shopping Center, LLC	3,589,842	4,098,772	Market	4,098,772
Total	\$ <u>19,056,831</u>	\$ <u>18,506,840</u>		\$ <u>18,506,840</u>

Statement 9 - Form 990-PF, Part II, Line 15 - Other Assets

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Fair Market Value</u>
Program Assets/Artwork	\$ 14,336	\$ 14,336	\$ 14,336
Total	\$ <u>14,336</u>	\$ <u>14,336</u>	\$ <u>14,336</u>

Statement 10 - Form 990-PF, Part II, Line 22 - Other Liabilities

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
Refundable Tenant Deposits	\$ 3,540	\$ 3,540
Prepaid Rents	8,704	8,915
Deferred Income	9,137	9,496
Deferred Liability	275,141	77,862
Total	\$ <u>296,522</u>	\$ <u>99,813</u>

**Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.**

<u>Name and Address</u>	<u>Title</u>	<u>Average Hours</u>	<u>Compensation</u>	<u>Benefits</u>	<u>Expenses</u>
Arlene Schnitzer PO Box 2708 Portland OR 97208	Grants Direc	1.00	0	0	0
Jordan D. Schnitzer PO Box 2708 Portland OR 97208	Sr Vice Pres	1.00	0	0	0
Thomas E. Eyer PO Box 2708 Portland OR 97208	Treasurer	1.00	0	0	0
Theodore P. Malaska PO Box 2708 Portland OR 97208	Vice Preside	1.00	0	0	0
Joe Voboril PO Box 2708 Portland OR 97208	Director	1.00	0	0	0
Barbara Hall PO Box 2708 Portland OR 97208	Advisory Dir	40.00	62,829	19,616	0

Statement 12 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities**Description****"Care To Share" Program:**

In September 1997, the foundation established the "Care to Share" program which serves low-income and medically fragile children and their families.

The program's focus is on the many families needing help when dealing with a child or family member who has been recently diagnosed with an acute or chronic medical condition. "Care To Share" was established in collaboration with Oregon Health & Sciences University to assist low-income and non-insured families that do not have the financial resources available to provide basic care and medical needs for their family.

Importantly, the program specifically supports family medical needs that are not otherwise met through federal and state programs. Medical needs supported by the Foundation range from providing transportation, to dental work, to emergency surgical procedures and diabetic supplies. The Foundation does not exercise any control over the professional care and judgment of the doctors selected for medical care.

For 2012, the program served over 48 families and had total expenditures of \$190,343.

Statement 13 - Form 990-PF, Part IX-A, Line 2 - Summary of Direct Charitable Activities**Description****"CommuniCare" Program:**

The Foundation believes there should be an opportunity for young people to improve the quality of their communities. The "CommuniCare" program was established as a program to provide an environment where teens learn about the needs of their community through grantmaking and thus promote a long-term understanding and ethic of philanthropy and volunteerism in "giving back to your community".

The goal of the program is to help build a city that is known for its encouragement of teen participation as they become adult citizens in the community. This is accomplished by offering students an opportunity to "make a difference" in their community by engaging in community service that is challenging, rewarding and educational.

For 2012, the program served approximately 50 students and had total expenditures of \$41,325.

Statement 14 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**Description**

Organizations requesting grant monies must submit a written application which includes a cover letter detailing the nature and amount of the request. In addition, the applicant's request should include the following information:

- 1) A project description that describes the proposed project and emphasizes the specific objectives to be accomplished, the target population and the number of people being served. A work plan and timetable should be provided, if applicable.
- 2) A brief history of the accomplishments of the applicant organization, a description of the organization's mission and number of clients served, and a write-up of the background and qualifications of the individuals involved.
- 3) A concise description of the methods used to evaluate the results of the proposed project should be provided if the grant application is for a specific project.
- 4) A list of the officers and directors of the organization and a percentage they contribute to the overall income of the organization.
- 5) A list of full-time and part-time staff positions and a short description of each job function.
- 6) A detailed budget of the project and the annual operating budget of the sponsoring organization.
- 7) A Donor Report showing a list of major contributors and approximate levels of giving.
- 8) A list of additional sources from which funds for this project are being sought.
- 9) An IRS determination letter verifying the tax-exempt status of the organization.

Form 990-PF, Part XV, Line 2c - Submission Deadlines**Description**

February 28, May 31, August 31, and November 30

Statement 15 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations**Description**

The Harold and Arlene Schnitzer CARE Foundation focuses on proposals from non-profit organizations that enhance the quality of life in Oregon and Clark County Washington. Organizations in Portland, Oregon are given first funding priority; approximately 90% of grant funds stay in the Portland metropolitan area. The Foundation's principal purpose is to assist with Jewish, cultural, youth, education, medical, social service, and community activities.

The Foundation does not provide funds for individuals, non tax-exempt organizations, other private foundations or political groups.

For 2012, (21) thirty one grant applications were accepted or reviewed from organizations the Foundation had not previously funded.

The Harold & Arlene Schnitzer CARE Foundation
93-1159884
Year-Ended 12/31/2012
Attachment to Form 990-PF

Statement 16 - Part IV, Line 1a - Capital Gains and Losses for Tax on Investment Income

<u>Shares</u>	<u>Property Sold</u>	<u>Date acquired</u>	<u>Date sold</u>	<u>Gross sales price</u>	<u>Cost or other basis</u>	<u>Gain or (loss)</u>
	Broadcom Corp CL A	01/23/2012	01/23/2012	59	-	59
	Qwest Communications Intl Inc	05/22/2012	05/22/2012	263	-	263
	AOL Time Warner	05/29/2012	05/29/2012	16	-	16
	Global Crossing Ltd.	08/06/2012	08/06/2012	24	-	24
	Colburn Fair Fund	10/18/2012	10/18/2012	12	-	12
	Peregrine Sys Inc.	02/01/2012	02/01/2012	251	-	251
	Peregrine Sys Inc	02/01/2012	02/01/2012	33	-	33
20,807.845	Aston Optimum Mid Cap Fund	02/02/2011	02/03/2012	691,843	695,000	(3,157)
93.317	Aston Optimum Mid Cap Fund	12/30/2011	02/03/2012	3,103	2,807	296
143.261	Aston Optimum Mid Cap Fund	12/30/2011	02/03/2012	4,763	4,309	454
4,300.048	Artisan Mid Cap Value Fund	11/07/2007	02/01/2012	90,000	88,839	1,161
2,422.774	Artisan Small Cap Value Fund	02/03/2006	02/03/2012	40,000	44,605	(4,605)
11,082.869	Artisan Small Cap Value Fund	02/03/2006	10/01/2012	169,235	204,044	(34,809)
2,856.482	Artisan Small Cap Value Fund	12/21/2006	10/01/2012	43,618	51,617	(7,999)
5,903.778	Artisan Small Cap Value Fund	12/21/2006	10/01/2012	90,151	106,681	(16,530)
1,833.361	Artisan Small Cap Value Fund	12/21/2007	10/01/2012	27,995	25,044	2,951
164.348	Dodge & Cox International Stocl	12/31/2004	02/01/2002	5,206	5,008	198
179.224	Dodge & Cox International Stocl	12/31/2004	02/01/2002	5,677	5,461	216
553.864	Dodge & Cox International Stocl	12/30/2005	02/01/2002	17,545	19,402	(1,857)
69.629	Dodge & Cox International Stocl	12/30/2005	02/01/2002	2,206	2,439	(233)
549.117	Dodge & Cox International Stocl	12/30/2005	02/01/2002	17,394	19,236	(1,842)
733.211	Dodge & Cox International Stocl	12/29/2006	02/01/2002	23,226	31,983	(8,757)
186.871	Dodge & Cox International Stocl	12/29/2006	02/01/2002	5,920	8,151	(2,231)
611.226	Dodge & Cox International Stocl	12/29/2006	02/01/2002	19,362	26,662	(7,300)
1,442.206	Dodge & Cox International Stocl	12/31/2007	02/01/2002	45,685	66,572	(20,887)
392.600	Dodge & Cox International Stocl	12/31/2007	02/01/2002	12,436	18,122	(5,686)
1,325.456	Dodge & Cox International Stocl	12/31/2007	02/01/2002	41,987	61,183	(19,196)
105.379	Dodge & Cox International Stocl	12/23/2008	02/01/2002	3,338	2,209	1,129
1,111.351	Dodge & Cox International Stocl	12/23/2008	10/01/2012	36,439	23,294	13,145
77.664	Dodge & Cox International Stocl	12/23/2008	10/01/2012	2,546	1,628	918
1,970.068	Dodge & Cox International Stocl	12/23/2008	10/01/2012	64,595	41,293	23,302
4,305.890	Dodge & Cox International Stocl	08/04/2009	10/01/2012	141,183	125,018	16,165
3,266.906	Dodge & Cox International Stocl	10/30/2009	10/01/2012	107,117	100,018	7,099
237.660	Dodge & Cox International Stocl	12/22/2009	10/01/2012	7,793	7,432	361
241.869	Dodge & Cox International Stocl	12/22/2010	10/01/2012	7,931	8,555	(624)
459.769	Dodge & Cox International Stocl	12/21/2011	10/01/2012	15,075	13,301	1,774
124.029	Dodge & Cox Stock Fund	12/29/2006	02/01/2002	13,515	19,109	(5,594)
44.503	Dodge & Cox Stock Fund	04/03/2007	02/01/2002	4,849	6,881	(2,032)

Statement 16

The Harold & Arlene Schnitzer CARE Foundation
93-1159884
Year-Ended 12/31/2012
Attachment to Form 990-PF

Statement 16 - Part IV, Line 1a - Capital Gains and Losses for Tax on Investment Income

<u>Shares</u>	<u>Property Sold</u>	<u>Date acquired</u>	<u>Date sold</u>	<u>Gross sales price</u>	<u>Cost or other basis</u>	<u>Gain or (loss)</u>
6.171	Dodge & Cox Stock Fund	04/03/2007	02/01/2002	672	954	(282)
56.429	Dodge & Cox Stock Fund	04/03/2007	02/01/2002	6,149	8,726	(2,577)
32.046	Dodge & Cox Stock Fund	07/03/2007	02/01/2002	3,492	5,198	(1,706)
29.918	Dodge & Cox Stock Fund	10/01/2007	02/01/2002	3,260	4,750	(1,490)
34.900	Dodge & Cox Stock Fund	12/31/2007	02/01/2002	3,803	4,859	(1,056)
50.537	Dodge & Cox Stock Fund	12/31/2007	02/01/2002	5,507	7,036	(1,529)
768.594	Dodge & Cox Stock Fund	12/31/2007	02/01/2002	83,750	107,011	(23,261)
47.778	Dodge & Cox Stock Fund	03/31/2008	02/01/2002	5,206	5,609	(403)
4.257	Dodge & Cox Stock Fund	03/31/2008	02/01/2002	464	500	(36)
354.337	Dodge & Cox Stock Fund	03/31/2008	02/01/2002	38,610	41,599	(2,989)
50.223	Dodge & Cox Stock Fund	06/30/2008	02/01/2002	5,473	5,621	(148)
45.574	Dodge & Cox Stock Fund	09/29/2008	02/01/2002	4,966	4,688	278
47.817	Dodge & Cox Stock Fund	12/23/2008	02/01/2002	5,210	3,424	1,786
71.332	Dodge & Cox Stock Fund	03/27/2009	02/01/2002	7,773	4,729	3,044
1,609.269	Dodge & Cox Stock Fund	03/30/2009	02/01/2002	175,354	100,018	75,336
48.393	Dodge & Cox Stock Fund	06/26/2009	02/01/2002	5,273	3,729	1,544
24.442	Dodge & Cox Stock Fund	09/28/2009	02/01/2002	2,663	2,235	428
24.794	Dodge & Cox Stock Fund	12/22/2009	02/01/2002	2,702	2,393	309
34.169	Dodge & Cox Stock Fund	03/29/2010	02/01/2002	3,723	3,471	252
37.807	Dodge & Cox Stock Fund	06/28/2010	02/01/2002	4,120	3,483	637
27.403	Dodge & Cox Stock Fund	09/28/2010	02/01/2002	2,986	2,654	332
17.282	Dodge & Cox Stock Fund	12/22/2010	02/01/2002	1,883	1,860	23
12 739	Dodge & Cox Stock Fund	03/29/2011	02/01/2002	1,388	1,437	(49)
16 430	Dodge & Cox Stock Fund	06/28/2011	02/01/2002	1,790	1,802	(12)
15.147	Dodge & Cox Stock Fund	09/28/2011	02/01/2002	1,650	1,448	202
16 499	Dodge & Cox Stock Fund	12/21/2011	02/01/2002	1,798	1,651	147
10,903.418	Fairholme Funds	12/27/2010	01/31/2012	279,219	376,074	(96,855)
23.073	Fairholme Funds	01/03/2011	01/31/2012	591	821	(230)
422.708	Fairholme Funds	12/19/2011	01/31/2012	10,825	9,925	900
10,828.767	Janus Overseas Fund	09/07/2010	02/03/2012	424,363	484,596	(60,233)
57.630	Janus Overseas Fund	12/27/2010	02/03/2012	2,258	2,902	(644)
905.075	Janus Overseas Fund	12/22/2011	02/03/2012	35,469	29,017	6,452
4,540.295	Janus Triton Fund	07/28/2010	02/01/2012	79,982	62,024	17,958
3,952.875	Janus Triton Fund	07/28/2010	10/01/2012	71,939	53,999	17,940
15,772.400	Janus Triton Fund	09/03/2010	10/01/2012	287,043	217,983	69,060
59,694.989	Lord Abbett Limited Duration US	05/24/2011	02/06/2012	273,982	275,795	(1,813)
8,720.930	Lazard Emerging Markets Instl	10/30/2009	02/03/2012	169,348	150,018	19,330
225.787	Lazard Emerging Markets Instl	12/30/2009	02/03/2012	4,384	4,053	331

Statement 16

The Harold & Arlene Schnitzer CARE Foundation
93-1159884
Year-Ended 12/31/2012
Attachment to Form 990-PF

Statement 16 - Part IV, Line 1a - Capital Gains and Losses for Tax on Investment Income

<u>Shares</u>	<u>Property Sold</u>	<u>Date acquired</u>	<u>Date sold</u>	<u>Gross sales price</u>	<u>Cost or other basis</u>	<u>Gain or (loss)</u>
32.050	Lazard Emerging Markets Instl	08/10/2010	02/03/2012	622	629	(7)
3,894.559	Lazard Emerging Markets Instl	09/02/2010	02/03/2012	75,627	75,208	419
29,777.257	Metropolitan West Low Duration	01/21/2010	01/31/2012	253,982	243,882	10,100
5,627.462	Oakmark International Fund	05/03/2010	01/31/2012	100,000	100,056	(56)
24,376.200	Pimco Low Duration Bond Fund	01/21/2010	01/31/2012	253,982	253,275	707
3,875.969	Primecap Odyssey Aggressive C	01/24/2007	02/01/2011	69,982	55,777	14,205
3,279.04	Common Sense Offshore CL A	04/01/2003	12/31/2012	457,064	345,810	111,254
3,313.021	Common Sense Long-Biased O	07/01/2004	12/31/2012	491,233	337,166	154,067
965.1090	Anchor Point Capital Global Mac	03/24/2008	06/14/2012	102,825	97,664	5,161
696.7371	Anchor Point Capital Global Mac	03/24/2008	08/08/2012	74,232	80,452	(6,220)
251.682	Common Sense Special Opport	01/01/2012	12/31/2012	222,796	240,000	(17,204)
382.6218	Anchor Point Capital Commodity	12/01/2010	06/14/2012	36,727	38,949	(2,222)
382.6218	Anchor Point Capital Commodity	12/01/2010	08/02/2012	36,727	37,576	(849)
	Anchor Point Capital Commodity	12/01/2010	10/05/2012	331		331
	Ameritrade - Account #240-0992	Various	Various	129,602		129,602
	JCF CO LF, L.P.	#45-3936411		174	-	174
	JCF BR LF, L.P.	#45-3936429		497	-	497
	JCF GM LF, L.P.	#27-1510779		-	4,565	(4,565)
	EuclidSR Partners, L.P.	#13-4107557		76,728	-	76,728
	Northwest Capital Partners II, LP	#91-2030583		4,737	-	4,737
	Technolgy Partners Fund VII, LP	#68-0452845		-	1,580	(1,580)
	Spur Ventures II, LP	#20-3791496		74,629	-	74,629
	Keyhaven Capital Partners II, LP	#98-0539392		-	4,594	(4,594)
	Oaktree Value Opportunities Fund	#26-0510867		137,926	-	137,926
	Spur Ventures III, LP	#26-2690155		4,913	-	4,913
Total Part IV, Line 1a				6,386,800	5,751,179	635,621

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Statement 17 - Part 1, Line 11 - Other Income

	EIN	Column (a)	Column (b)	Column (c)	Column (d)
JCF CO LF, L.P.	45-3936411	(961)	6,599	-	-
JCF BR LF, LP	45-3936429	-	386	-	-
JCF GM LF, L.P.	27-1510779	(5,004)	(439)	-	-
Synectic Ventures III, LLC.	94-3347506	(1,011)	(1,011)	-	-
EuclidSR Partners, L.P.	13-4107557	57,835	6,162	-	-
Northwest Capital Partners II, LP	91-2030583	3,876	82,230	-	-
Synectic Ventures II, LLC.	93-1257864	(4,069)	(4,069)	-	-
Technology Partners	68-0452845	(19,699)	(13,972)	-	-
Spur Ventures II, LP	20-3791496	62,191	(26,330)	-	-
Keyhaven Capital Partners II, L.P.	98-0539392	(2,032)	8,025	-	-
Oaktree Value Opportunities Feed Fund, L.P.	26-0510867	156,203	44,156	-	-
Spur Ventures III, LP	26-2690155	189	(13,371)	-	-
Cabrillo Commerce Center, LLC	43-1958462	277,385	58,963	-	-
Patrick Airport Business Center, LLC	42-1538086	(107,279)	(27,817)	-	-
Sea-Tac Village Shopping Center, LLC	20-1048739	87,276	(71,882)	-	-
BNY Cayman Fund III Ltd.		29,815	-	-	-
TOTAL to Part I, Line 11		534,715	47,630	-	-

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Abbey Foundation of Oregon PO Box 501 Saint Benedict, OR 97373-0501	Seminary Benefit Dinner - Sponsorship	1,500			1,500
ALS Association of Oregon & Washington 700 NE Multnomah St., Suite 870 Portland, OR 97232	General Operating Support	23,500			23,500
American Cancer Society 1599 Clifton Road, NE Atlanta, GA 30329	General Operating Support - "Run Sponsorship"	1,260			1,260
American Diabetes Association 380 SE Spokane Street Portland, OR 97202	Safe At School Program	2,500			2,500
American Heart Association 1200 NW Naito Parkway #220 Portland, OR 97209	Go Red For Women Luncheon	2,500			2,500
American Red Cross 3131 N. Vancouver Avenue Portland, OR 97227	Disaster Relief Preparedness	2,500			2,500
American Society for Technion- Israel Institute of Technology 870 Market Street, #800 San Francisco, CA 94102	Capital Campaign - Student Housing		1,000,000	(1,000,000)	
Anti-Defamation League 600 Stewart Street, #720 Seattle, WA 98101	General Operating Support	500			500
ARCS Foundation Portland PO Box 2063 Portland, OR 97208	Scholar Award - Multi Year	18000		(18,000)	
Asian Art Museum Foundation PO Box 7408 San Francisco, CA 94120-7408	General Operating Support	500			500

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Association of Fundraising Professional PO Box 55512 Portland, OR 97238	Sponsorship for Luncheon	4,000			4,000
Artists Repertory Theatre 1516 SW Alder Street Portland, OR 97205	Season Support	50,000		(33,333)	16,667
Autism Speaks 159 Western Avenue West, #484 Seattle, WA 98119	General Operating Support - White Party 2012	2,500			2,500
Autistic Children's Activity Program 9800 SE McBrod Milwaukie, OR 97222	General Operating Support	10,000			10,000
Big Brothers, Big Sisters 1827 NE 44th Avenue, #100 Portland, OR 97213	B. Ortiz Mentoring Initiative	7,500			7,500
B'nai B'rith Men's Camp Assoc 9400 SW Beaverton Hillsdale Highway Portland, OR 97005	"Send A Kid to Camp" Fund	12,000			12,000
BodyVox 1300 NW Northrup Portland, OR 97209	General Support: 2012-2013 Season	2,500			2,500
Boys & Girls Aid 018 SW Boundary Ct. Portland, OR 97239	Pettygrove Residential Program	5,000			5,000
Boys & Girls Club of Portland 7119 SE Milwaukie Avenue Portland, OR 97202	NightScape Program - 3-Year Pledge		150,000	(75,000)	75,000
Boys & Girls Club of Portland 7119 SE Milwaukie Avenue Portland, OR 97202	Sponsorship - Winemaker Private Reserve Gala	15,000			15,000

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Brian Grant Foundation PO Box 82270 Portland, OR 97282	General Operating Support	500			500
Broadway Rose Theatre Company PO Box 231004 Tigard, OR 97281	2012 Season Support	5,000			5,000
Caldera 224 NW 13th Avenue, Box 304 Portland, OR 97209	General Operating Support	1,500			1,500
Candlelighter for Children with Cancer PO Box 2277 Portland, OR 97208	Emergency Fund Support	5,000			5,000
CASA 1401 NE 68th Avenue Portland, OR 97213	General Support	5,000			5,000
Cascade AIDS Project 620 SW 5th Avenue, Suite 300 Portland, OR 97204	Teen2Teen Program	1,500			1,500
Catlin Gabel School 8825 SW Barnes Road Portland, OR 97225	Capital Campaign - Arts Bldg. <i>met challenge</i>		100,000	(50,000)	50,000
Cedar Sinai Park 6125 SW Boundary Street Portland, OR 97221	Sponsorship - Super Diamond	10,000			10,000
Cedar Sinai Park 6125 SW Boundary Street Portland, OR 97221	General Support	150			150
Chabad of Oregon 6612 SW Capital Highway Portland, OR 97239	Sponsor - Dan Alon Event	1,000			1,000

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Chamber Music Northwest 522 SW 5th Avenue, #725 Portland, OR 97204	General Operating Support of 42nd Season	1,500			1,500
Chehalem Cultural Center 415 E. Sheridan Street Newberg, OR 97132	Sponsorship - "Half Moon"	5,000			5,000
Chess For Success 2701 NW Vaughn, #101 Portland, OR 97210	General Operating Support	750			750
Children's Cancer Association 433 NW 4th Avenue, #100 Portland, OR 97209	LifeSupport Family Program	2,500			2,500
Children's Book Bank 2680 SW Ravensview Drive Portland, OR 97201	Reach Out & Read Program	2,500			2,500
Children's Hospital Foundation PO Box 4484 Portland, OR 97208	Capital Campaign - Artwork for new Randall Children's Hospital	50,000		(33,334)	16,666
Children's Institute 1221 SW Yamhill St., Suite 260 Portland, OR 97205	Sponsor: "Make It Your Business Luncheon"	2,500			2,500
Children's Institute 1221 SW Yamhill St., Suite 260 Portland, OR 97205	General Operating Support	25,000			25,000
Children's Museum of Eastern Oregon 400 S. Main Street Pendleton, OR 97801	Terrifically Free Tuesdays	2,000			2,000
Circus Project PO Box 10244 Portland, OR 97296	General Operating Support	5,000			5,000

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Classic Wine Auction 111 SW 5th Avenue, #3400 Portland, OR 97204	General Support of Event	4,500			4,500
Columbia River Maritime Museum 1792 Marine Drive Astoria, OR 97103	Railroad Depot Restoration Project	25,000			25,000
Community Transitional School 6433 NE Tillamook St. Portland, OR 97213	2012-2013 Student Meals	2,500			2,500
Community of Writers 1500 SW 12th Avenue Portland, OR 97201	General Operating Support	10,000		(5,000)	5,000
Concordia College 2811 NE Holman Street Portland, OR 97211	Scholarship Fund	5,000			5,000
Concordia College 2811 NE Holman Street Portland, OR 97211	Leadership in Education Award	5,000			5,000
Congregation Beth Israel 1931 NW Flanders Street Portland, OR 97209	Simon & Helen Director Endowment	1,900			1,900
Congregation Beth Israel 1931 NW Flanders Street Portland, OR 97209	General Operating Support	27,500			27,500
Congregation Beth Israel 1931 NW Flanders Street Portland, OR 97209	Challenge Grant Met from 11/4/12 Fundraising Event	10,000			10,000
Congregation Beth Israel 1931 NW Flanders Street Portland, OR 97209	Rabbinic Support Fund		30,000	(20,000)	10,000

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Congregation Shaarie Torah 920 NW 25th Avenue Portland, OR 97210	General Operating Support	300			300
Congregation Shaarie Torah 920 NW 25th Avenue Portland, OR 97210	Purim Celebration Support	1,000			1,000
Congregation Shaarie Torah 920 NW 25th Avenue Portland, OR 97210	Charitable Funding Agreement	33,150			33,150
Dental Foundation of Oregon PO Box 2448 Wilsonville, OR 97070	Tooth Tax	10,000		(5,000)	5,000
DePaul Industries 4950 NE Martin Luther King Jr Blvd. Portland, OR 97211	Project SEARCH	2,500			2,500
Desert Cancer Foundation 74091 Larrea Street Palm Desert, CA 92260	General Operating Support	500			500
Desert Community Foundation 42-600 Cook Street, #201B Palm Desert, CA 92211	Vintage Employees Scholarship	500			500
Doernbecher Foundation 1121 SW Salmon Street Portland, OR 97205	General Operating Support - "Cards for Kids" Program	1,000			1,000
Dougy Center PO Box 86852 Portland, OR 97283	Capital Campaign	25,000			25,000
Dougy Center PO Box 86852 Portland, OR 97283	General Support	1,000			1,000

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Dove Lewis 1945 NW Pettygrove Avenue Portland, OR 97209	Velvet Assistance Fund	30,000		(20,000)	10,000
Dove Lewis 1945 NW Pettygrove Avenue Portland, OR 97209	General Operating Support	600			600
Dress For Success 8948 SW Barbur Blvd. #164 Portland, OR 97219	Sponsorship: "Celebrate Success"	2,000			2,000
Edmonds School District 2000-200th Place SW Lynnwood, WA 98036	Alderwood Early Childhood Center	12,500			12,500
Eisenhower Medical Center 39000 Bob Hope Drive Rancho Mirage, CA 92270	2012 Annual Fund	1,000			1,000
Elders In Action 1411 SW Morrison Street, #290 Portland, OR 97205	Personal Advocate Program	3,600			3,600
Fanconi Anemia Research Fund 1801 Willamette Avenue #200 Eugene, OR 97401	General Operating Support	1,000			1,000
Fine Arts Museums of SF 233 Post Street San Francisco, CA 94108	Salon Dore Restoration Project	10,000			10,000
Forward Stride 18218 SW Horse Tale Drive Beaverton, OR 97007	Challenge Grant for Operating Support <i>met challenge 2/12</i>	15,000			15,000
Friends of the Children 44 NE Morris Street Portland, OR 97212	General Operating Support	35,000			35,000

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Fund for Public Schools, Inc. 52 Chambers Street, Room 305 New York, NY 10007	Public School 96	500			500
The Geezer Gallery PO Box 2 Marylhurst, OR 97036	Art Therapy Program @ MJCC	3,750			3,750
Gilda's Club 67-625 E. Palm Canyon Drive #7A Cathedral City, CA 92234	General Support	1,000			1,000
Girls, Inc. 1233 SE Stark Avenue Portland, OR 97214	Sponsorship - Power of the Purse	4,250			4,250
Girls, Inc. 1233 SE Stark Avenue Portland, OR 97214	General Operating Support	5,000			5,000
Girls, Inc. 1233 SE Stark Avenue Portland, OR 97214	Media Literacy Program	3,500			3,500
Grantmakers of OR & SW WA 425 NW 10th Avenue, #400 Portland, OR 97209	2012 October Conference Sponsor	2,500			2,500
Greater Portland Hillel PO Box 1547 Portland, OR 97207	General Operating Support	5,000	4,000		9,000
Greater Portland Hillel PO Box 1547 Portland, OR 97207	Challenge Grant for Operating Support <i>met 1st year's challenge 6/12</i>	10,000			10,000
Guide Dogs for the Blind 32901 SE Kelso Road Boring, OR 97009	Sponsorships: Pinot & Pups & Fall Luncheon	4,000			4,000

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Harvard-Westlake School 3700 Coldwater Canyon North Hollywood, CA 91604	Alumni Association Scholar - Endowed Fund		50,000	(25,000)	25,000
Jewish Family Service of the Desert 801 East Tahquitz Canyon Way, #202 Palm Springs, CA 92262	"One Night Only" Sponsorship	5,000			5,000
Jewish Federation 6680 SW Capitol Highway Portland, OR 97219	Food For Thought Festival	15,000			15,000
Jewish Federation 6680 SW Capitol Highway Portland, OR 97219	Hurricane Sandy Relief Efforts	1,000			1,000
Hebrew Immigrant AID Society 333 7th Avenue New York, NY 10001-5004	General Operating Support	500			500
Hillel 800 8th Street NW Washington, D.C 20001	General Operating Support	1,000			1,000
Historical Outreach Foundation 15300 SE Industrial Way Clackamas, OR 97015	AllStar Salute Oregon Military Suppo	3,000			3,000
Imago Theatre PO Box 15182 Portland, OR 97293	HVAC System	2,500			2,500
Incight 310 SW 4th Avenue, #530 Portland, OR 97204	Scholarship Program	2,500			2,500
Incight 310 SW 4th Avenue, #530 Portland, OR 97204	Sponsorship - Fall Gala	1,000			1,000

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Institute for Judaic Studies 2900 SW Peaceful Lane Portland, OR 97201	Portland Jewish Film Festival	1,000			1,000
Jefferson Dancers 520 N. Kerby Avenue Portland, RO 97227	Travel Expenses	1,500			1,500
Jewish Student Union Union of Orthodox Jewish Congregations of America - NCSY 6903 SW 15th Avenue Portland, OR 97219	General Operating Support		10,000	(5,000)	5,000
Jewish Theatre Collaborative 2510 SE 51st Avenue Portland, OR 97206	Sponsorship: "Loman Family Picnic"	2,500			2,500
Joslin Diabetes Center 1 Joslin Place Boston, MA 02215	General Program Support	5,000			5,000
Juvenile Diabetes Research Foundation 7460 SW Hunziker St Suite E Tigard, OR 97223	"Fund A Cure"	2,500			2,500
Lan Su Chinese Garden PO Box 3706 Portland, OR 97208	General Operating Support	5,000			5,000
Lan Su Chinese Garden PO Box 3706 Portland, OR 97208	Tian Hua - Heaven's Flowers Exhibition	7,500			7,500
Lewis & Clark College 0615 SW Palatine Hill Road Portland, OR 97219	Law School - Jordan Schnitzer Endowed Scholar Position Fund		166,667	(83,334)	83,333
Lewis & Clark College 0615 SW Palatine Hill Road Portland, OR 97219	Law School - Edward J. Brunet Professorship	10,000			10,000

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Lewis & Clark College 0615 SW Palatine Hill Road Portland, OR 97219	Outdoor Lighting Project - John Buck Sculptures	10,000			10,000
Library Foundation 620 SW 5th Avenue, #1025 Portland, OR 97204	Books 2 U Program	5,000			5,000
LifeWorks NW 14600 NW Cornell Road Portland, OR 97229	General Support	5,000			5,000
Lift Urban Portland 2701 NW Vaughn Street, #102 Portland, OR 97210	General Operating Support	1,200			1,200
Literary Arts 925 SW Washington Street Portland, OR 97204	Sponsorship - Luncheon for "Writers In The Schools"	1,500			1,500
Living Desert Museum 47-900 Portola Avenue Palm Desert, CA 92260	General Operating Support	100			100
Loaves & Fishes 7710 SW 31st Avenue Portland, OR 97280	Onsite Dining Project	3,500			3,500
Lutheran Community Services 18865 SW Johnson Street Aloha, OR 97006	General Operating Support	250			250
Maimonides Jewish Day School 6612 SW Capitol Highway Portland, OR 97239	General Operating Support	3,600			3,600
Make-A-Wish Foundation 2000 SW 1st Avenue, #100 Portland, OR 97201	Walk for Wishes 2012	500			500

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March of Dimes 1220 SW Morrison St. #510 Portland, OR 97205	General Operating Support	500			500
Marylhurst University 17600 Pacific Hwy (#43) PO Box 261	ART GYM - Publications		6,000		6,000
McCallum Theatre 73-000 Fred Waring Drive Palm Desert, CA 92260	Ballet Folklorico	2,330			2,330
McCallum Theatre 73-000 Fred Waring Drive Palm Desert, CA 92260	Support of OPEN CALL Event	1,000			1,000
McCallum Theatre 73-000 Fred Waring Drive Palm Desert, CA 92260	General Operating Support	10,000			10,000
McCallum Theatre 73-000 Fred Waring Drive Palm Desert, CA 92260	Support of 25th Anniversary Gala	25,000			25,000
Mercy Corps 45 SW Ankeny Street Portland, OR 97204	Oregon Reentry Assistance Network	2,500			2,500
Meridian Gallery 535 Powell Street San Francisco, CA 94108	Summer 2012 Interns Program	250			250
MetroArts, Inc 0240 SW Canby Avenue Portland, OR 97219	General Operating Support	7,500			7,500
Metropolitan Youth Symphony 4800 SW Macadam, Suite 105 Portland, OR 97208	38th Anniversary Season	2,000			2,000

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MIT (Massachusetts Institute of Tech) 77 Massachusetts Avenue Cambridge, MA 02139-4307	The Glass Lab		25,000		25,000
Mittleman Jewish Community Center 6651 SW Capitol Highway Portland, OR 97219	General Operating Support	31,900			31,900
Monterey Museum of Art 559 Pacific Street Monterey, CA 93940	Chuck Close Print Show	10,000			10,000
Morrison Center 11035 NE Sandy Blvd. Portland, OR 97220	Rosemont Treatment Center	5,000			5,000
Naomi Berrie Diabetes Center 1150 Saint Nicholas Avenue New York, NY 10032	General Program Support	5,000			5,000
New Avenues for Youth 812 SW 10th Avenue Portland, OR 97205	Artistic Mentorship Program	5,000			5,000
Northwest Academy 1130 SW Main Street Portland, OR 97205	Sponsorship - Club Cabaret	5,000			5,000
Northwest Academy 1130 SW Main Street Portland, OR 97205	Scholarship Fund	17,000			17,000
Northwest Academy 1130 SW Main Street Portland, OR 97205	Capital Campaign	400,000			400,000
OHSU Foundation 1121 SW Salmon Street Portland, OR 97205	Diabetes Center - General Support	250			250

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OHSU Foundation 1121 SW Salmon Street Portland, OR 97205	Center for Women's Health - "Circle of Giving"	5,000			5,000
Oregon Area Jewish Committee 1220 SW Morrison Street, #828 Portland, OR 97205	Sustained General Operating Support		5,000	(2,500)	2,500
Oregon Area Jewish Committee 1220 SW Morrison Street, #828 Portland, OR 97205	Sponsor: "Crossing Over: Musical Haggadah"	1,000			1,000
Oregon Area Jewish Committee 1220 SW Morrison Street, #828 Portland, OR 97205	Sponsorship - Human Relations Award Dinner	650			650
Oregon Area Jewish Committee 1220 SW Morrison Street, #828 Portland, OR 97205	Sponsorship - Sussman Award Dinner	1,800			1,800
Oregon Ballet 818 SE 6th Avenue Portland, OR 97209	2012-2013 Season Support	50,000			50,000
Oregon Children's Foundation 219 NW 12th Avenue, #203 Portland, OR 97209	SMART Program (2012-2013 School Year)	10,000			10,000
Oregon Children's Theatre 1939 NE Sandy Blvd. Portland, OR 97232	General Operating Support	3,000			3,000
Oregon College of Arts & Crafts 8245 SW Barnes Road Portland, OR 97225	Capital Campaign <i>met challenge 5/10</i>		300,000		300,000
Oregon Foundation for Reproductive Health PO Box 40472 Portland, OR 97240	One Key Question Initiative	5,000			5,000

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<u>RECIPIENT</u>	<u>PURPOSE</u>	<u>GRANTED THIS YEAR</u>	<u>GRANTED PRIOR YEAR</u>	<u>PAYABLE</u>	<u>PAID THIS YEAR</u>
Oregon Hillel University of Oregon 1059 Hilyard Eugene, OR 97401	Annual Support	30,000			30,000
Oregon Historical Society 1200 SW Park Avenue Portland, OR 97205	General Operating Support	10,000			10,000
Oregon Historical Society 1200 SW Park Avenue Portland, OR 97205	Treasures from America's History	25,000			25,000
Oregon Holocaust Resource Center 1953 NW Kearney Street Portland, OR 97209	Sponsorship - Circle of Life Award Luncheon	1,500			1,500
Oregon Independent College Foundation 16101 SW 72nd Avenue, #100 Portland, OR 97204	General Operating Support	2,500			2,500
Oregon Jewish Museum 1953 NW Kearney Portland, OR 97209	Bridge Funding		20,000	(10,000)	10,000
Oregon Jewish Museum 1953 NW Kearney Portland, OR 97209	Exhibitions Fund	37,500			37,500
Oregon Jewish Museum 1953 NW Kearney Portland, OR 97209	General Support/Gala Sponsor	5,000			5,000
Oregon Mentors 1221 SW Yamhill Street, #260 Portland, OR 97205	General Operating Support	10,000		(6,666)	3,334
Oregon Mentors 1221 SW Yamhill Street, #260 Portland, OR 97205	Sponsorship: Annual Luncheon	2,500			2,500

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Oregon Museum of Science & Industry 1945 SE Water Avenue Portland, OR 97214	Sponsorship: Gala 2012	5,000			5,000
Oregon Psychoanalytic Institute 2250 NW Flanders Street, #312 Portland, OR 97210	General Operating Support	250			250
Oregon Public Broadcasting 7140 SW Macadam Avenue Portland, OR 97219	New Millennium Fund Endowment Pledge	500,000			500,000
Oregon Public Broadcasting 7140 SW Macadam Avenue Portland, OR 97219	General Operating Support Challenge Pledge	25,000			25,000
Oregon State University Foundation 850 SW 35th Street Corvallis, OR 97330	Holocaust Memorial Week		20,000	(15,000)	5,000
Oregon Symphony 711 SW Alder Suite #200 Portland, OR 97204	Pledge on Operating Support - <i>met challenge in June '08</i>		250,000		250,000
Oregon Symphony 711 SW Alder Suite #200 Portland, OR 97204	General Support/Gala Sponsor	3,000			3,000
Oregon Symphony 711 SW Alder Suite #200 Portland, OR 97204	General Support - Annual Fund	25,000			25,000
Oregon Tech Foundation 3201 Campus Drive Klamath Falls, OR 97601	Scholarship Fund	2,500			2,500
Our House of Portland 2727 SE Alder Street Portland, OR 97214	General Operating Support	1,000			1,000

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Pacific NW College of Art 1241 NW Johnson Portland, OR 97209	Sponsorship - 2012 Gala	6,000			6,000
Pacific NW College of Art 1241 NW Johnson Portland, OR 97209	Capital Campaign	4,000,000		(4,000,000)	
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	Museum Associates Scholarships	2,500			2,500
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	Sponsorship - Pink Martini Gala	10,000			10,000
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	Palm Desert Annex - Founders Society	225,000		(166,667)	58,333
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	Sponsorship - A Day In The Garden	500			500
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	2011 - 2012 Annual Fund	5,000			5,000
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	General Operating Support	250			250
Palm Springs Art Museum 101 Museum Drive Palm Springs, CA 92262	A Day In The Garden Support	1,559			1,559
Planned Parenthood 3727 NE Martin Luther King Jr. Blvd Portland, OR 97212	General Operating Support	2,500			2,500

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Planned Parenthood 3727 NE Martin Luther King Jr. Blvd. Portland, OR 97212	General Operating Support - Multi-Year Pledge	10,000		(7,500)	2,500
Playworks Portland 1507 NW 23rd Avenue, Suite A Portland, OR 97210	General Operating Support	2,500			2,500
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	General Operating Support - Asian Department	150			150
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Curator of Asian Art Endowment		800,000	(400,000)	400,000
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	FY13 Exhibition Series Sponsor	25,000			25,000
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Support of Asian Exhibition - Han Conference	2,050			2,050
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Mark Rothko Exhibition		25,000		25,000
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Ellsworth Kelly Print Exhibition	10,000			10,000
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Body Beautiful Exhibition	25,000			25,000
Portland Art Museum 1219 SW Park Avenue Portland, OR 97205	Buchanan Fund: Special Events	10,000			10,000

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Portland Center for the Performing Arts 1111 SW Broadway Portland, OR 97205	General Operating Support	500			500
Portland Center Stage 128 NW 11th Avenue Portland, OR 97209	General Operating Support - "The Whipping Man" Sponsor	10,000			10,000
Portland Chamber Orchestra PO Box 9024 Portland, OR 97207	General Operating Support - 65th Anniversary Celebration	5,000			5,000
Portland Chamber Orchestra PO Box 9024 Portland, OR 97207	General Operating Support	250			250
Portland Children's Museum 4015 SW Canyon Road Portland, OR 97221	Chagall for Children Exhibit	35,000			35,000
Portland Festival Symphony PO Box 359 Lake Oswego, OR 97034	2012 Summer Concert Season	2,000			2,000
Portland Japanese Garden PO Box 3847 Portland, OR 97208	Endowment - Arts, Culture & Education Curator	1,000,000			1,000,000
Portland Jewish Academy 6651 SW Capitol Highway Portland, OR 97219	Art Room - Print Storage Cabinet	1,256			1,256
Portland Jewish Academy 6651 SW Capitol Highway Portland, OR 97219	Sponsorship - Annual Gala	10,800			10,800
Portland Japanese Garden PO Box 3847 Portland, OR 97208	General Support - Golden Crane Society	10,000			10,000

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Portland Jewish Academy 6651 SW Capitol Highway Portland, OR 97219	General Support	35,000			35,000
Portland Opera 1515 SW Morrison St. Portland, OR 97205	Capital Campaign		250,000	(250,000)	
Portland Parks Foundation 506 SW 6th Avenue, #1100 Portland, OR 97204	Legacy Circle	1,000			1,000
Portland Rescue Mission PO Box 3713 Portland, OR 97208	Shepherd's Door - Homeless Shelter	2,500			2,500
PSU Foundation PO Box 243 Portland, OR 97207	Harold Schnitzer Judaic Studies		150,000		150,000
PSU Foundation PO Box 243 Portland, OR 97207	President's Fund	25,000		(20,000)	5,000
Portland Youth Philharmonic 520 SW 6th Avenue #820 Portland, OR 97204	Rose Schnitzer Manor Concert	2,000			2,000
Portland Youthbuilders 4816 SE 92nd Avenue Portland, OR 97266	AmeriCorps/VISTA Project	2,000			2,000
PSU Foundation PO Box 243 Portland, OR 97207	Opera Production Endowment	1,000			1,000
PSU Foundation PO Box 243 Portland, OR 97207	Sponsorship - Simon Benson Awards Dinner	25,000			25,000

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Providence Child Center Foundation 830 NE 47th Avenue Portland, OR 97213	Aquatic Therapy - Jacuzzi	2,500			2,500
Providence/Seaside Hospital Foundation 725 S. Whanna Road Seaside, OR 97138	General Operating Support	250			250
Reading Foundation 221 NW 2nd Avenue, #210-F Portland, OR 97209	Reading Team Initiative	1,500			1,500
Regional Arts & Culture Council 309 SW 6th Avenue, #100 Portland, OR 97204	"Right Brain" Initiative		20,000	(10,000)	10,000
Regional Arts & Culture Council 309 SW 6th Avenue, #100 Portland, OR 97204	Right Brain Gala Support	5,000			5,000
Returning Veterans Project 833 SE Main Street Portland, OR 97214	Metro Outreach	5,000			5,000
Saint Andre Bessette Catholic Church 601 West Burnside Street Portland, OR 97209	Meals Service Program	3,500			3,500
Salvation Army 5335 N. Williams Portland, OR 97217	White Shield Center	1,000			1,000
Schoolhouse Supplies 2735 NE 82nd Avenue Portland, OR 97220	Free Store for Teachers	1,000			1,000
Shakespeare Walla Walla 405 Woodland Avenue Walla Walla, WA 99362	General Operating Support	500			500

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Siletz Bay Music Festival PO Box 753 Gleneden Beach, OR 97388	2012 Music Festival	1,000			1,000
Siletz Bay Music Festival PO Box 753 Gleneden Beach, OR 97388	2013 Music Festival	2,500			2,500
Special Olympics Oregon 3325 NW Yeon Avenue Portland, OR 97210	General Support/Global Business Awards Sponsor	1,240			1,240
St. Mary's Home for Boys 16535 SW TV Highway Beaverton, OR 97006	General Operating Support	1,500			1,500
Store to Door PO Box 4665 Portland, OR 97208	General Operating Support	3,000			3,000
Tacoma Art Museum 1701 Pacific Avenue Tacoma, WA 98401	Support for "Best of NW" Catalogue	1,500			1,500
Tucker-Maxon Oral School 2600 SE Holgate Blvd. Portland, OR 97202	Preschool Services Program	1,000			1,000
United Way of Clatsop County PO Box 775 Astoria, OR 97103	General Operating Support	500			500
United Way of Columbia Willamette 619 SW 11th Avenue Portland, OR 97205	Annual Fund	15,000			15,000
University of Oregon Foundation PO Box 3346 Eugene, OR 97403	Jordan Schnitzer Museum - A. Schnitzer Collection	1,278	25,000		26,278

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USC Norris Cancer Center 1441 Eastlake Avenue, #8302 Los Angeles, CA 90089	Research Gift: #23.5114 7000	500			500
US District Court of Oregon Historical Society 740 US Courthouse 1000 SW 3rd Avenue Portland, OR 97204	Support of 2012 Annual Dinner	1,100			1,100
Urban Gleaners 4500 SW Humphrey Blvd. Portland, OR 97221	Food to Schools Program	3,500			3,500
Vanderbilt Diabetes Center 1215 21st Avenue South Nashville, TN 37232	General Program Support	5,000			5,000
Volunteers of America 537 SE Alder Street Portland, OR 97214	DePriest Award For Excellence	1,000			1,000
Volunteers of America 537 SE Alder Street Portland, OR 97214	Family Relief Nursery	2,500			2,500
White Bird 5620 SW Edgemont Place Portland, OR 97239	General Support: 2012-2013 Season	2,500			2,500
Wholistic Peace Institute c/o Concordia University 2811 NE Holman Street Portland, OR 97211	2012 Peace Work	500	20,000		20,500
Willamette University Hallie Ford Museum of Art 900 State Street Salem, OR 97301	Manuel Izquierdo Exhibition	5,000			5,000

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World Affairs Council 1200 SW Park Avenue, Third Floor Portland, OR 97205	Annual Fund	250			250
Young Life 612 NW 94th Street Vancouver, WA 98665	Teen Mom Camp	1,500			1,500
YU 800 SE 10th Avenue Portland	General Operating Support	1,000			1,000
TOTAL CONTRIBUTION		<u>7,573,223</u>	<u>3,426,667</u>	<u>(6,261,334)</u>	<u>4,738,556</u>

Form 8868 (Rev. 1-2013)

Page 2

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
Note. Only complete **Part II** if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print File by the due date for filing your return. See instructions	Enter filer's identifying number, see instructions	
	Name of exempt organization or other filer, see instructions. The Harold & Arlene Schnitzer CARE Foundation	Employer identification number (EIN) or 93-1159884
	Number, street, and room or suite no. If a P.O. box, see instructions. 1121 SW Salmon	Social security number (SSN)
City, town or post office, state, and ZIP code. For a foreign address, see instructions. Portland OR 97205		

Enter the Return code for the return that this application is for (file a separate application for each return)

04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

The Harold & Arlene Schnitzer CARE
1121 SW Salmon, Portland, OR

- The books are in the care of **Portland** **OR 97205**
Telephone No **503-973-0286** FAX No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **1/15/13**.5 For calendar year **2012**, or other tax year beginning , and ending 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return☐ Change in accounting period

7 State in detail why you need the extension

Additional time is required in order to obtain and compile all of the information required for a complete and accurate tax return.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	14,000
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	46,859
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature

Theodore P. Malachuk

Title

Vice President

Date

*August 12, 2012*Form **8868** (Rev. 1-2013)