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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 Chambers Family Foundation		A Employer identification number 93-1266648
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (541) 484-2419
PO Box 7009		C If exemption application is pending, check here <input type="checkbox"/>
City or town, state, and ZIP code Springfield OR 97475		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <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		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 16,474,906	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	

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)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	274	274		
4 Dividends and interest from securities	383,914	383,914		
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	-132,822			
b Gross sales price for all assets on line 6a 22,361,449				
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	117			
12 Total. Add lines 1 through 11	251,483	384,305	0	
13 Compensation of officers, directors, trustees, etc				
14 Other employee salaries and wages	20,873	5,218		15,655
15 Pension plans, employee benefits	1,636	409		1,227
16 a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	119,954	119,954		
17 Interest				
18 Taxes (attach schedule) (see instructions)	10,515	6,861		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	154			154
22 Printing and publications				
23 Other expenses (attach schedule)	1,021			1,021
24 Total operating and administrative expenses. Add lines 13 through 23	154,153	132,442	0	18,057
25 Contributions, gifts, grants paid	817,092			817,092
26 Total expenses and disbursements. Add lines 24 and 25	971,245	132,442	0	835,149
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	-719,762			
b Net investment income (if negative, enter -0-)		251,863		
c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2012)

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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	40,175	98,973	98,973
	2 Savings and temporary cash investments	1,353,939	1,106,143	1,106,143
	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 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			
	10 a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	13,679,307	7,513,465	8,434,475
	c Investments—corporate bonds (attach schedule)	424,016	313,803	310,950
	11 Investments—land, buildings, and equipment basis ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	362,243	6,094,644	6,524,365
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶ Deposits)	650	650	
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	15,860,330	15,127,678	16,474,906
	17 Accounts payable and accrued expenses	3,867	-6,206	
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	3,867	-6,206	
	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	15,856,463	15,133,884	
	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 instructions)	15,856,463	15,133,884	
	31 Total liabilities and net assets/fund balances (see instructions)	15,860,330	15,127,678	

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	15,856,463
2 Enter amount from Part I, line 27a	2	-719,762
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	15,136,701
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,817
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	15,133,884

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	2	-132,822
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 $\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right\}$	3	0

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	755,271	16,690,706	0.045251
2010	738,782	15,991,455	0.046199
2009	872,157	14,614,120	0.059679
2008	844,449	18,382,036	0.045939
2007	1,053,198	21,156,365	0.049782

2 Total of line 1, column (d)	2	0.246850
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	0.049370
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	15,976,490
5 Multiply line 4 by line 3	5	788,759
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,519
7 Add lines 5 and 6	7	791,278
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	835,149

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

1 a	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 checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	2,519	
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	2,519	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	2,519	
6	Credits/Payments			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	10,475	
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	10,475	
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,956	
11	Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 2,519 Refunded <input type="checkbox"/>	11	5,437	

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
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? <i>If "Yes," attach a detailed description of the activities</i>		X
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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

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 ► <u>www.chambersfamilyfoundation.com</u>	13	X	

14 The books are in care of ► Scott D Chambers, Trustee Telephone no ► 541-485-5611
 Located at ► 2975 Chad Drive Eugene OR ZIP+4 ► 97408

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) <div style="margin-left: 20px;"> (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 checked="" type="checkbox"/> Yes <input type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No </div>			
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 ► <input type="checkbox"/>	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?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	3a	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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012)	3b	N/A	
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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No
If "Yes," attach the statement required by Regulations section 53.4945–5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ 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? ☐ Yes ☒ No

	5b	N/A
	6b	X
	7b	N/A

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
Scott D Chambers 2975 Chad Drive Eugene, OR 97408	Trustee 5 00	0		
Elizabeth Chambers 2975 Chad Drive Eugene, OR 97408	Trustee 2 00	0		
Silva L Chambers 2975 Chad Drive Eugene, OR 97408	Trustee 2 00	0		

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

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

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

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
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 Pleasant Hill Booster Club Funds for track and field project	270,000
2 Pleasant Hill Foundation Funds for the Community Center	250,000
3 Eugene Area Chamber of Commerce Provide funds for the Regional Prosperity Economic Initiative	75,000
4 U of O Foundation Provide funds for the Alumni Center	50,000

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
1 None	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0

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	16,219,787
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	16,219,787
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	
3	Subtract line 2 from line 1d	3	16,219,787
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	243,297
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,976,490
6	Minimum investment return. Enter 5% of line 5	6	798,825

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	798,825
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,519
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,519
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	796,306
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	796,306
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	796,306

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	835,149
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	835,149
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	2,519
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	832,630

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				796,306
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			797,397	
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	0			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 835,149				
a Applied to 2011, but not more than line 2a			797,397	
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				37,752
e Remaining amount distributed out of corpus				
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	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
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			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				758,554
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				
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

Form **990-PF** (2012)

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	274	
4 Dividends and interest from securities			14	383,914	
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	-132,822	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a <u>Securities litigation settlements</u>			18	117	
b _____					
c _____					
d _____					
e _____					
12 Subtotal. Add columns (b), (d), and (e)		0		251,483	0
13 Total. Add line 12, columns (b), (d), and (e)				13	251,483

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

THE CHAMBERS FAMILY FOUNDATION
Grant Application

One copy of this application, along with a proposal and the other items described in the Grant Application Guidelines, should be mailed to: **The Chambers Family Foundation, PO Box 7009, Springfield, Oregon 97475.** Additionally, if you have received funds from us in the past, please attach a brief report on how those prior grants were used.

Organization _____ Founding Date _____

Address _____

City, State, Zip _____

Project Contact Person _____ Title _____ Phone _____

Chief Executive Officer _____ Title _____ Phone _____

Chairperson of Governing Board _____ Phone _____

Information About Project for Which Funds are Requested

Objectives and description of project _____

Specifically, how will The Chambers Family Foundation funds be used? _____

Total project cost \$ _____ Amount requested from The Chambers Family Foundation \$ _____

Amount and sources of contributions/pledges for project to date _____

Other funding sources from which support is requested _____

Project period: _____ (number of months) Beginning _____

Geographical area (counties) to be served by project _____

Client group (and number) to be served by project _____

Number Served Monthly _____

Number Served Annually _____

Information About Applicant OrganizationPurpose of Organization _____

Tax exempt status (If exempt under another organization, send evidence from the IRS of that exemption and the relationship between the exempt organization and the applicant organization.)

_____ 501(c)(3) Organization name on IRS letter _____

Is tax exempt status currently valid? _____

Organization financial information (Do not include in-kind contributions) **ENDING DATE OF FISCAL YEAR** _____

Budget for current fiscal year: Income _____ Expenditures _____

Major sources of support (and amounts)

Already committed: _____
_____Expected: _____

Financial statements for last fiscal year: Income _____ Expenditures _____

Major sources of support (and amounts) _____

Financial statements for the two fiscal years prior

Year _____ Income _____ Expenditure _____

Year _____ Income _____ Expenditure _____

Does the organization receive any United Way funding?

If so, how much last fiscal year? \$ _____ Percent of budget _____%

Does the organization receive any federal/state funding?

If so, how much last fiscal year? \$ _____ Percent of budget _____%

If a grant is awarded, what is the organization name to which checks should be made payable (if different from above)? _____

I certify that the above information is correct and that I am authorized by the governing board of this organization to submit this grant application to The Chambers Family Foundation.

Signature of Chief Executive Officer: _____

Date _____ Printed Name: _____

For Office Use Only

_____ Application Complete _____ Letter and/or Narrative _____ Prior Grants _____ Project Budget

_____ Financial Statement _____ Board _____ 501(c)(3) IRS Letter _____ Proposal Complete

Process: _____ May 201__ Process: _____ November 201__ _____ Proposal Incomplete: Notify Applicant

Mission Statement

(What We Want To Do)

The mission of the Chambers Family Foundation is to identify, research and help fund projects and programs in the fields of Education, Arts, Medical, Health, and Human Needs that benefit the residents and the communities of Lane, Benton and Deschutes Counties.

Vision Statement

(What We Hope To See As A Result)

Through our support of a wide range of inspirational programs and our desire to carry on the heritage of philanthropy, we hope to improve the quality of the human experience of our neighbors.

"Have as your goal to do your best and to make a difference. We are in the world to make a difference, and everything we do changes the world."

..Oliver Wendell Holmes

Generally, the Foundation will not fund, and only in exceptional circumstances will it be able to consider, requests in the following areas:

- Pass-through agencies
- Capital construction projects
- Environmental projects
- Grants for basic research
- Grants or loans to individuals
- General fund-raising drives



CHAMBERS
FAMILY
FOUNDATION

GRANT APPLICATION
& GUIDELINES

The Chambers Family Foundation

PO Box 7009
Springfield OR 97475

(541) 484-2419

www.chambersfamilyfoundation.com

FUNDING PRIORITIES

The Foundation gives priority to projects and programs targeted by members of The Chambers Family Foundation in the fields of arts, education, medical, health, and human needs in Lane, Benton and Deschutes Counties in Oregon.

The Foundation will consider those projects with the greatest potential for furthering Foundation values and for benefiting the community. Additionally, we seek projects that result in assisting individuals to achieve their highest potential.

For larger requests (over \$5,000), preference is given to specific projects over general operating support; prevention over rehabilitation; underlying causes for concern rather than short-term symptoms, and independent charitable organizations over traditionally taxpayer supported organizations.

The Foundation generally will not make more than one grant per organization per year. Typically, grants are made with no implied renewals, but we will entertain multi-year proposals in appropriate circumstances.

The Foundation will examine on a continuing basis the quality of its funded programs by evaluating what is accomplished against what could and should be accomplished.

HOW TO APPLY FOR A GRANT

Complete the two-page Grant Application in this packet and attach:

Additional information concerning the **Project** for which grant is requested

- a) A narrative proposal and/or letter to help the Foundation understand your organization and grant request. Specify the request amount your organization is seeking or, if unknown, a narrow suggested range. List any recent notable programs or progress that your organization has experienced or anticipates. Include a brief description of plans for future years, if applicable. Tell us how this project serves your mission. Please limit this response to no more than two typewritten pages.
- b) A detailed budget for the proposed project. Include other sources of funding not being requested here.

Additional information regarding the **Organization** requesting grant

- a) IRS determination letter indicating the qualification of the organization under Section 501(c)(3).
- b) List of your Board of Directors.
- c) Current financial statements prepared by an accountant or a copy of the most recent 990 tax return

PROPOSAL REVIEW AND GRANT DECISIONS

Proposals are normally reviewed and funding decisions made during the months of **May** and **November**.

Proposals can be submitted at any time but must be received in their entirety by **March 31** or **September 30** to be considered at the next Trustees' meeting.

The Foundation will focus its assessment on the quality and potential of the project rather than the quality of the written grant proposal.

If a proposal has been declined, but the Foundation indicates it would be appropriate, it may be resubmitted for consideration at a later time.

Site visits for larger grant requests may be conducted prior to entertaining the funding appeal.

If you have questions regarding submission of a proposal, you are welcome to contact Lorie Lind, Chambers Family Foundation, at (541) 484-2419.

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

a Paid during the year

A Family For Every Child Springfield OR 97447	NA	Public	To provide funds for general operating support	5,000 00
Benton County Committee for the Prevention of Child Abuse Corvallis OR 97330	NA	Public	To provide funds for the Parent Enhancement Program	2,000.00
Benton County Fairgrounds Foundation Corvallis OR 97333	NA	Public	To provide funds for 4-H programs	2,676 95
Big Brothers Big Sisters-Lane County Eugene OR 97401	NA	Public	To provide funds for consolidating with the Patrick McCurdy Foundation	5,000 00
Birth to Three (new name is Parenting Now) Eugene OR 97401	NA	Public	To provide funds for the First Three Years Program	3,000 00
Boys & Girls Clubs of Emerald Valley Eugene OR 97440	NA	Public	To provide funds for general operating support	10,000 00
CASA of Lane County Springfield OR 97477	NA	Public	To provide fundraiser matching grant funds for February 2011 event	22,400 00
Cascade Health Foundation Eugene OR 97408	NA	Public	To provide funds to establish a home health care program	30,000 00
Children's Miracle Network Eugene OR 97440	NA	Public	To provide funds for "Winetasia" auction	760 00
Emerald Kidsports Foundation Eugene OR 97405	NA	Public	To provide funds for "All Kids Play" scholarships	15,000 00
Eugene Area Chamber of Commerce Eugene OR 97401	NA	501(C)(6)	To provide funds for the local Regional Prosperity Economic Initiative	75,000 00
Eugene Christian School Eugene OR 97405	NA	Public	To provide funds for income based tuition assistance	10,000 00
Eugene Mission Eugene OR 97440	NA	Public	To provide funds for client services	7,500 00
High Desert Museum Bend OR 97702	NA	Public	To provide funds for the Discovery Classes program	1,000 00
Marist High School Foundation Eugene OR 97401	NA	Public	To provide funds for income based tuition assistance	1,755 00
Nature Conservancy, The -Oregon Chapter Portland OR 97211	NA	Public	To provide funds for Pudding Slough ponds restoration	5,000 00
Pleasant Hill Booster Club Pleasant Hill OR 97455	NA	Public	To provide funds for the Track & Field Project	270,000 00
Pleasant Hill Foundation Pleasant Hill OR 97455	NA	Public	To provide funds for the Community Center	250,000 00
Pleasant Hill Foundation Pleasant Hill OR 97455	NA	Public	To provide funds for the selection of five families in need at Christmas	2,500.00
Sacred Heart Medical Center Foundation Eugene OR 97401	NA	Public	To provide funds for the Courageous Kids program	5,000 00
Sacred Heart Medical Center Foundation Eugene OR 97401	NA	Public	To provide funds for the Quilts of Hope for the NICU	4,000 00
Science Factory Eugene OR 97401	NA	Public	To provide funds for "Noise" exhibition rental	2,500 00
St. Mary's Episcopal Church Eugene OR 97405	NA	Public	To provide funds for general operating support	10,000 00
U of O Foundation Eugene OR 97403	NA	Public	To provide funds for the Alumni Center	50,000 00
Very Little Theatre, Inc. Eugene OR 97405	NA	Public	To provide funds for performance musicians' stipends	2,000 00
Volunteers In Medicine-Cascades Bend OR 97701	NA	Public	To provide funds for general operating support	5,000 00

CHAMBERS FAMILY FOUNDATION

YEAR 2012

93-1266648

Volunteers In Medicine-Eugene Eugene OR 97402	NA	Public	To provide funds for general operating support	20,000 00
Womenspace Eugene OR 97405	NA	Public	To provide funds for operating support	5,000 00

Total

\$822,091 95

b Approved for future payment

Cascade Health Foundation Eugene OR 97408	NA	Public	To provide funds to establish a home health care program	20,000 00
CASA of Lane County Springfield OR 97477	NA	Public	To provide matching grant funds up to \$20,000 for a February 2013 fundraiser	20,000 00
U of O Foundation-Ford Alumni Center Eugene OR 97403	NA	Public	To fulfill the final 2 years of a 4 year pledge at \$50,000/yr: 2013 & 14	100,000 00
U of O Foundation Eugene OR 97403	NA	Public	To provide funds for the Cinema Pacific Film Festival mid-year 2013	10,000 00

Total

\$150,000 00

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

				Amount		Totals									
Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss	
Capital Gains/Losses															
Other sales															
1	X	Fidelity basis not reported Schedule							1,016,996	703,508					313,488
2	X	UBS Short-Term Schedule Altaz							1,474,142	1,705,904					-231,762
3	X	UBS Long-Term Schedule Altaz							2,443,135	1,876,205					566,930
4	X	US Bank Moderate Schedule Alt							4,116,476	4,368,594					-252,118
5	X	US Bank Balanced Schedule Alt							12,939,508	13,503,314					-563,806
6	X	Disney Bond basis difference							100,000	106,749					-6,749
7	X	General Electric Bond basis diff							100,000	104,691					-4,691
8	X	Fidelity basis reported schedule							171,154	125,306					45,848
9	X	Other Fidelity basis difference							38						38

Part I, Line 11 (990-PF) - Other Income

		117	117
Description		Revenue and Expenses per Books	Net Investment Income
1	Securities litigation payments	117	117

Part I, Line 11 (990-PF) - Other Income

0	
	Adjusted Net Income
1	

Part I, Line 16c (990-PF) - Other Professional Fees

		119,954	119,954	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Investment fees	119,954	119,954	

Part I, Line 16c (990-PF) - Other Professional Fees

0	
	Disbursements for Charitable Purposes (Cash Basis Only)
1	

Part I, Line 18 (990-PF) - Taxes

		10,515	6,861	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1				
2	Foreign taxes on investment income	6,861	6,861	
3	Income tax	2,519		
4	State license fee	1,135		

Part I, Line 18 (990-PF) - Taxes

0

	Disbursements for Charitable Purposes
1	
2	
3	
4	

Part I, Line 23 (990-PF) - Other Expenses

1,021

0

0

Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Bank Charges	247		
2	Postage	53		
3	Office Supplies	340		
4	Meals	240		
5	Phone & IT	141		
6				

Part I, Line 23 (990-PF) - Other Expenses

1,021

	Disbursements for Charitable Purposes
1	247
2	53
3	340
4	240
5	141
6	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		13,679,307	7,513,465	8,092,624	8,434,475
		Book Value	Book Value	FMV	FMV
		Beg. of Year	End of Year	Beg. of Year	End of Year
1	US Bank	6,708,748			
2	Fisher Investments	3,622,119	4,044,851	4,436,415	4,436,415
3	Philip V Swan	3,348,440	3,468,614	3,656,209	3,998,060

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

		424,016		313,803		425,055
		Book Value	Book Value	Book Value	FMV	
		Beg. of Year	Beg. of Year	End of Year	Beg. of Year	
1	Bonds US Bank	8,501			8,736	
2	Philip V Swan	415,515		313,803	416,319	

Part II, Line 10c (990-PF) - Investments - Corporate Bonds

310,950	
	FMV
1	End of Year
2	310,950

Part II, Line 13 (990-PF) - Investments - Other

		362,243	6,094,644	6,524,365
		Book Value	Book Value	FMV
		Beg of Year	End of Year	End of Year
1	Mutual fund holdings Fisher	202,279	190,250	208,902
2	Mutual fund holdings Swan	159,964	86,279	88,002
3	Mutual Funds US Bank	0	5,818,115	6,227,461
4	Mutual Funds Russell			

Part II, Line 15 (990-PF) - Other Assets

		650		650	0
		Book Value Beg of Year	Book Value End of Year	Book Value End of Year	FMV End of Year
1	Deposits	650	650	650	0

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 5 - Decreases not included in Part III, Line 2

1	Prior Year Taxes	1	<u>2,782</u>
2	Prior year return of capital adjustment	2	<u>35</u>
3	Total	3	<u>2,817</u>

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Amount											



UBS Financial Services Inc
555 California Street
46th Floor
San Francisco CA 94104-1711

APZ3002120109 1212 X23 U O

2012 Year End Summary

Account name: SCOTT D CHAMBERS,
ELIZABETH CHAMBERS,
Account type: Prime Broker Account
Account number:

Your Financial Advisor:
JAKOSAJANKIEWICZ866-488-8883
Phone 415-954-6766/866-488-8883

SCOTT D CHAMBERS,
ELIZABETH CHAMBERS,
SILVA CHAMBERS TTEES
CHAMBERS FAMILY FOUNDATION
PO BOX 7009
SPRINGFIELD OR 97475-0009

Summary of gains and losses

	Amount (\$)
Short term	-231,762 35
Long term	566,929 68
Total	\$335,167.33

Realized gains and losses

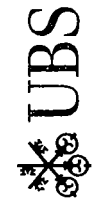
Estimated 2012 gains and losses for transactions with trade dates through 12/31/12 have been incorporated into this statement. Please note that gain or loss recognized on the sale or redemption of certain Structured Products, like Contingent Debt Securities, may be ordinary, and not capital, gain or loss. Please check with your tax advisor. To calculate gains and losses, we liquidate the oldest security lot first. This is known as the first-in, first-out or FIFO accounting method. We use this method unless you specified which tax lot to close when you placed your order. This is known as a versus purchases or VSP order.

Short-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
ABBOTT LABS	FIFO	1,600 000	Feb 24, 11	Jan 31, 12	86,502 85	75,084 44			11,418 41

continued next page





UBS Financial Services Inc

Account name:
Account type:
Account number

UBS U.S. CLIENTS
Prime Broker Account

YOUR FINANCIAL ADVISOR...
JAKOSA/JANKIEWICZ866-488-8883
415-954-6766/866-488-8883

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
ANADARKO PETROLEUM CORP	FIFO	715 000	Feb 03, 12	Aug 01, 12	49,333 37	59,207 65		-9,874 28	
ASML HOLDING NV NY REG									7,909 70
SHS NEW	FIFO	955 000	Apr 13, 12	Aug 01, 12	54,462 52	46,552 82			
BARCLAYS PLC ADR	FIFO	3,100 000	Mar 26, 12	Jul 25, 12	28,960 97	49,197 00		-20,236 03	
CELGENE CORP	FIFO	935 000	Apr 10, 12	Aug 16, 12	65,703 45	73,835 49		-8,132 04	
DEERE AND CO	FIFO	835 000	Jun 10, 11	Apr 10, 12	64,685 61	68,046 07		-3,360 46	
EOG RESOURCES INC	FIFO	490 000	Jan 31, 12	Apr 10, 12	51,537 38	51,959 13		-421 75	
FANUC CORP ADR	FIFO	2,400 000	Apr 13, 12	Aug 01, 12	59,940 57	74,857 56		-14,916 99	
FRANKLIN RESOURCES INC	FIFO	780 000	Apr 03, 12	Jul 25, 12	83,330 42	98,300 90		-14,970 48	
FREEPORT-MCMORAN COPPER & GOLD INC	FIFO	1,450 000	Jan 31, 12	Jul 25, 12	45,703 85	67,091 36		-21,387 51	
HALLIBURTON CO (HOLDING COMPANY)	FIFO	1,000 000	Jun 20, 11	Mar 26, 12	33,557 79	46,296 20		-12,738 41	
ISHARES FTSE CHINA 25 INDEX FUND ETF	FIFO	1,400 000	Dec 20, 11	May 22, 12	47,246 42	49,002 24		-1,755 82	
	FIFO	1,800 000	Dec 20, 11	May 24, 12	59,029 49	63,002 88		-3,973 39	
ISHARES TR MSCI ALL CTRY ASIA EX JAPAN INDEX FUND ETF	FIFO	1,770 000	Oct 21, 11	May 16, 12	91,041 80	90,274 07			767 73
LAS VEGAS SANDS CORP	FIFO	1,650 000	Apr 10, 12	Jul 25, 12	62,102 31	98,219 06		-36,116 75	
MEDTRONIC INC	FIFO	1,450 000	May 20, 11	Apr 24, 12	53,686 35	61,338 55		-7,652 20	
MORGAN STANLEY	FIFO	2,400 000	Mar 26, 12	Jul 27, 12	32,234 39	50,599 44		-18,365 05	
NIKE INC CL B	FIFO	700 000	Apr 10, 12	Aug 16, 12	66,263 01	75,776 47		-9,513 46	
PRICELINE COM INC NEW	FIFO	101 000	Apr 03, 12	Jul 31, 12	67,213 50	74,300 87		-7,087 37	
ROYAL DUTCH SHELL PLC CL A SPON ADR	FIFO	445 000	Jan 06, 12	Apr 12, 12	29,714 65	32,682 45		-2,967 80	
	FIFO	1,300 000	Feb 03, 12	Apr 12, 12	86,806 86	92,576 43		-5,769 57	
SALESFORCE COM INC	FIFO	430 000	Apr 10, 12	Jul 25, 12	53,904 63	66,501 81		-12,597 18	
STARBUCKS CORP	FIFO	1,750 000	Apr 12, 12	Aug 01, 12	77,534 69	105,624 53		-28,089 84	
SUMITOMO MITSUI FINANCIAL SPON ADR	FIFO	10,900 000	Apr 13, 12	Aug 16, 12	66,671 88	73,724 07		-7,052 19	
VALE SA-SP SPON ADR	FIFO	1,750 000	Jan 31, 12	Apr 30, 12	38,782 60	44,714 08		-5,931 48	

continued next page



UBS Financial Services Inc

Account name:
Account type:
Account number:

SCOTT D CHAMBERS,
Prime Broker Account

Your Financial Advisor:
JAKOSAJJANKIEWICZ866-488-8883
415-954-6766/866-488-8883

Realized gains and losses (continued)

Short-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
WAL MART STORES INC	FIFO	300 000	Oct 31, 11	Apr 03, 12	18,190 74	17,138 88			1,051 86
Total					\$1,474,142.10	\$1,705,904.45		-\$252,910.05	\$21,147.70
Net short-term capital gains and losses									-\$231,762.35

Long-term capital gains and losses

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment (\$)	Loss (\$)	Gain (\$)
ABB LTD SPON ADR	FIFO	3,300 000	Jun 20, 06	Jul 19, 12	53,161 71	39,132 72			14,028 99
	FIFO	950 000	Jul 17, 08	Jul 19, 12	15,304 13	26,808 04		-11,503 91	
ALLERGAN INC	FIFO	760 000	May 23, 11	Jul 19, 12	66,153 32	63,133 00			3,020 32
ANADARKO PETROLEUM CORP	FIFO	810 000	Oct 15, 04	Aug 01, 12	55,888 15	27,653 93			28,234 22
ANGLO AMERN PLC NEW ADR	FIFO	2,002 000	Jun 20, 06	Apr 12, 12	35,743 31	39,006 41		-3,263 10	
BAIDU INC ADS REPSNTG CL A ORD SHS SPON ADR	FIFO	600 000	Oct 28, 09	Jul 24, 12	69,221 16	23,716 64			45,504 52
BANCO BRADESCO S A NEW SPON ADR	FIFO	2,700 000	Nov 02, 10	Jul 26, 12	39,327 97	59,559 18		-20,231 21	
BANCO SANTANDER S A SPON ADR	FIFO	5,100 000	Oct 19, 04	May 16, 12	29,406 59	54,500 34		-25,093 75	
	FIFO	56 000	Nov 06, 09	May 16, 12	322 89	872 62		-549 73	
	FIFO	66 000	Nov 10, 10	May 16, 12	380 56	848 76		-468 20	
BANK OF NOVA SCOTIA CANADA CAD	FIFO	1,450 000	Sep 15, 09	Feb 02, 12	74,116 77	64,561 11			9,555 66
BASF SE SPON ADR	FIFO	700 000	Oct 14, 04	Jan 31, 12	54,153 73	20,278 07			33,875 66
	FIFO	1,000 000	Oct 14, 04	Aug 01, 12	72,854 36	28,968 68			43,885 68
BHP BILLITON LTD SPON ADR	FIFO	1,150 000	Jan 27, 06	Apr 04, 12	81,242 57	45,259 57			35,983 00
BOEING COMPANY	FIFO	910 000	Jun 24, 10	Aug 01, 12	66,621 97	61,549 93			5,072 04
CATERPILLAR INC	FIFO	635 000	Oct 15, 04	Jul 31, 12	53,920 83	25,650 83			28,270 00
CENOVUS ENERGY INC CAD	FIFO	900 000	Feb 03, 06	Jul 24, 12	28,361 72	20,456 21			7,905 51
CHEUNG KONG HOLDINGS LTD ADR HONG KONG ADR	FIFO	2,900 000	Aug 27, 07	Apr 12, 12	35,933 17	41,354 79		-5,421 62	

continued next page



UBS Financial Services Inc

Account name:

JULIUS GRUBERSON,

Prime Broker Account

JAKOSA/JANKIEWICZ866-488-8883

415-954-6766/866-488-8883

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
COACH INC	FIFO	1,650 000	Jun 01, 09	Apr 05, 12	124,607 03	46,431 65			78,175 38
DOVER CORP	FIFO	1,200 000	Apr 09, 09	Apr 12, 12	72,789 64	38,297 16			34,492 48
EMC CORP MASS	FIFO	3,500 000	Nov 16, 07	Aug 16, 12	91,292 65	68,241 60			23,051 05
EMERSON ELECTRIC CO	FIFO	880 000	May 07, 10	Mar 26, 12	45,301 45	42,439 01			2,862 44
EXXON MOBIL CORP	FIFO	1,200 000	Feb 14, 11	Apr 03, 12	102,675 69	101,846 28			829 41
FREEMONT-MCMORAN COPPER & GOLD INC	FIFO	1,051 000	Mar 23, 07	Jul 25, 12	33,127 41	32,450 39			677 02
HITACHI LTD ADR NEW JAPAN	FIFO	810 000	Mar 16, 11	Apr 24, 12	51,272 00	41,693 55			9,578 45
HONDA MOTOR CO ADR JAPAN ADR	FIFO	1,950 000	Dec 11, 08	May 08, 12	65,801 68	45,665 09			20,136 59
HONEYWELL INTL INC	FIFO	825 000	Oct 26, 04	Apr 10, 12	47,034 02	27,234 39			19,799 63
MOSAIC CO	FIFO	665 000	Nov 18, 10	Apr 10, 12	33,454 02	46,036 62		-12,582 60	
NATL-OILWELLVARCO INC	FIFO	1,200 000	Nov 18, 10	May 01, 12	91,293 47	74,273 76			17,019 71
NETAPP INC	FIFO	1,050 000	Mar 18, 11	Apr 10, 12	44,460 22	50,976 35		-6,516 13	
OCCIDENTAL PETROLEUM CRP	FIFO	830 000	Oct 13, 04	Apr 10, 12	74,686 97	22,880 28			51,806 69
PNC FINANCIAL SERVICES GROUP	FIFO	1,100 000	Apr 09, 10	Jul 25, 12	63,428 16	70,697 48		-7,269 32	
PPG INDUSTRIES INC	FIFO	1,100 000	Apr 06, 09	Apr 03, 12	105,334 80	48,427 43			56,907 37
ROCHE HLDG LTD SPONS ADR SWITZ ADR	FIFO	2,300 000	Jun 02, 08	Feb 01, 12	96,515 75	102,918 15		-6,402 40	
SIEMENS A G SPON ADR	FIFO	475 000	Oct 19, 04	Jan 31, 12	44,839 66	35,434 83			9,404 83
TIME WARNER CABLE INC	FIFO	550 000	Jan 27, 06	Mar 26, 12	56,350 57	50,857 84			5,492 73
TIME WARNER INC NEW	FIFO	248 000	Dec 22, 08	Jul 26, 12	20,879 57	6,961 69			13,917 88
UNILEVER NV NY SHS NEW NETHERLANDS SPON ADR	FIFO	991 000	Dec 22, 08	Jul 26, 12	38,129 25	19,748 54			18,380 71
UNION PACIFIC CORP	FIFO	2,800 000	Mar 20, 08	Apr 12, 12	90,871 52	91,636 32		-764 80	
VALE SA-SP SPON ADR	FIFO	390 000	Nov 05, 09	Jan 31, 12	44,457 36	24,132 54			20,324 82
	FIFO	565 000	Nov 06, 09	Apr 03, 12	60,729 10	34,961 24			25,767 86
	FIFO	1,900 000	Aug 27, 07	Apr 03, 12	44,403 52	45,586 07		-1,182 55	
	FIFO	300 000	Aug 27, 07	Apr 30, 12	6,648 45	7,197 80		-549 35	

continued next page



UBS Financial Services Inc



Account name:
Account type:
Account number:

SCOTT D CHAMBERS,
Prime Broker Account



Your Financial Advisor:
JAKOSAJANKIEWICZ866-488-8883
415-954-6766/866-488-8883

Realized gains and losses (continued)

Long-term capital gains and losses (continued)

Security description	Method	Quantity or face value	Purchase date	Sale date	Sale amount (\$)	Cost basis (\$)	Wash sale cost basis adjustment(\$)	Loss (\$)	Gain (\$)
WAL MART STORES INC	FIFO	1,000 000	May 22, 08	Apr 03, 12	60,635 80	55,868 10			4,767 70
Total					\$2,443,134.67	\$1,876,204.99		-\$101,798.67	\$668,728.35
Net long-term capital gains or losses									\$566,929.68
Net capital gains/losses:									\$335,167.33



ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
UNDER AGREEMENT DATED 10/5/00

This statement is for the period from
January 1, 2012 to December 31, 2012

SALE/MATURITY SUMMARY

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
Cash and Equivalents				
	US Bank Private Client NOW PCDNOW			
	Combined Sales For The Period 1/ 1/12 - 12/31/12	- 7,854,757.59	7,854,757.59	
	Total Cash and Equivalents	- \$7,854,757.59	\$7,854,757.59	\$0.00
Taxable Bonds				
	Ishares Iboxx H Y Corp Bond HYG			
03/26/12	Sold 1,658 Shares Trade Date 3/21/12 Sold Through Morgan Keegan & Company Inc. Paid 82.90 USD Brokerage Paid 2 71 USD Sec Fee 1,658 Shares At 90.59 USD	- 150,587.19	150,112.61	- 474.58
	Pimco Total Return Fund Inst #35 PTTRX			
09/19/12	Sold 9,540.33 Shares Trade Date 9/18/12 9,540.33 Shares At 11.54 USD	- 104,466.61	110,095.41	5,628.80
12/07/12	Sold 16,408.935 Shares Trade Date 12/6/12 16,408.935 Shares At 11.65 USD	- 179,677.84	191,164.09	11,486.25
12/13/12	Lt Capital Gains		11,477.97	11,477.97
12/13/12	ST Capital Gains		15,637.61	15,637.61
	Total Pimco Total Return Fund Inst	- \$284,144.45	\$328,375.08	\$44,230.63
	T Rowe Price Intl Bond Fund #76 RPIBX			
05/09/12	Sold 14,170.854 Shares Trade Date 5/8/12 14,170.854 Shares At 9 93 USD	- 139,016.08	140,716.58	1,700.50
	Total Taxable Bonds	- \$573,747.72	\$619,204.27	\$45,456.55

Stocks

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
UNDER AGREEMENT DATED 10/5/00This statement is for the period from
January 1, 2012 to December 31, 2012**SALE/MATURITY SUMMARY (continued)**

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
Nuveen Real Estate Secs I FARCX				
09/25/12	ST Capital Gains		736.32	736.32
12/18/12	Lt Capital Gains		4,924.59	4,924.59
12/18/12	ST Capital Gains		5,946.68	5,946.68
Total Nuveen Real Estate Secs I		\$0.00	\$11,607.59	\$11,607.59
Nuveen Santa Barbara Div Growth Fd I #1799 NSBRX				
09/19/12	Sold 1,998.547 Shares Trade Date 9/18/12 1,998.547 Shares At 27.50 USD	- 50,623.20	54,960.04	4,336.84
Price T Rowe Growth Stk Fd Inc #40 PRGFX				
09/19/12	Sold 1,414.609 Shares Trade Date 9/18/12 1,414.609 Shares At 38.77 USD	- 47,488.42	54,844.39	7,355.97
Rowe T Price Mid-Cap Growth Fd #64 RPMGX				
12/19/12	Lt Capital Gains		14,473.97	14,473.97
12/19/12	ST Capital Gains		3,194.25	3,194.25
Total Rowe T Price Mid-Cap Growth Fd #64		\$0.00	\$17,668.22	\$17,668.22
Russell Emerging Markets CI S REMSX				
01/13/12	Sold 3,355.465 Shares Trade Date 1/12/12 3,355.465 Shares At 16.73 USD	- 32,783.99	56,136.93	23,352.94
01/13/12	Sold 10,595.108 Shares Trade Date 1/12/12 10,595.108 Shares At 16.73 USD	- 160,198.12	177,256.16	17,058.04
Total Russell Emerging Markets CI S		- \$192,982.11	\$233,393.09	\$40,410.98
Russell Internatnl Dev Markets CI I RINSX				

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
UNDER AGREEMENT DATED 10/5/00

This statement is for the period from
January 1, 2012 to December 31, 2012

SALE/MATURITY SUMMARY (continued)

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
01/13/12	Sold 10,309.861 Shares Trade Date 1/12/12 10,309.861 Shares At 27.14 USD	- 279,352.58	279,809.63	457.05
01/13/12	Sold 21,462.135 Shares Trade Date 1/12/12 21,462.135 Shares At 27.14 USD	- 869,512.03	582,482.34	- 287,029.69
Total Russell Internatnl Dev Markets CI I		- \$1,148,864.61	\$862,291.97	- \$286,572.64

Russell Real Estate Securities CI S RRESX

01/13/12	Sold 2,148.689 Shares Trade Date 1/12/12 2,148.689 Shares At 33.24 USD	- 88,474.60	71,422.42	- 17,052.18
01/13/12	Sold 4,690.216 Shares Trade Date 1/12/12 4,690.216 Shares At 33.24 USD	- 123,561.48	155,902.78	32,341.30
01/13/12	Sold 767.1 Shares Trade Date 1/12/12 767.1 Shares At 33.24 USD	- 39,727.19	25,498.40	- 14,228.79
Total Russell Real Estate Securities CI S		- \$251,763.27	\$252,823.60	\$1,060.33

Russell US Core Equity CI I REASX

01/13/12	Sold 713.446 Shares Trade Date 1/12/12 713.446 Shares At 27.90 USD	- 18,017.72	19,905.14	1,887.42
01/13/12	Sold 5,418.519 Shares Trade Date 1/12/12 5,418.519 Shares At 27.90 USD	- 112,686.91	151,176.68	38,489.77
01/13/12	Sold 3,567.641 Shares Trade Date 1/12/12 3,567.641 Shares At 27.90 USD	- 98,351.51	99,537.18	1,185.67
01/13/12	Sold 2,084.434 Shares Trade Date 1/12/12 2,084.434 Shares At 27.90 USD	- 64,630.97	58,155.71	- 6,475.26
01/13/12	Sold 29,198.947 Shares Trade Date 1/12/12 29,198.947 Shares At 27.90 USD	- 979,959.38	814,650.62	- 165,308.76

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
UNDER AGREEMENT DATED 10/5/00This statement is for the period from
January 1, 2012 to December 31, 2012**SALE/MATURITY SUMMARY (continued)**

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
01/13/12	Sold 288.024 Shares Trade Date 1/12/12 288.024 Shares At 27.90 USD	- 7,439.06	8,035.87	596.81
Total Russell US Core Equity CI I		- \$1,281,085.55	\$1,151,461.20	- \$129,624.35

**Russell US Quantitative Eq I
REDSX**

01/13/12	Sold 4,888.497 Shares Trade Date 1/12/12 4,888.497 Shares At 30.50 USD	- 118,482.41	149,099.16	30,616.75
01/13/12	Sold 2,312.995 Shares Trade Date 1/12/12 2,312.995 Shares At 30.50 USD	- 74,311.34	70,546.35	- 3,764.99
01/13/12	Sold 5,108.595 Shares Trade Date 1/12/12 5,108.595 Shares At 30.50 USD	- 177,764.46	155,812.15	- 21,952.31
01/13/12	Sold 875.091 Shares Trade Date 1/12/12 875.091 Shares At 30.50 USD	- 24,092.01	26,690.28	2,598.27
01/13/12	Sold 22,908.181 Shares Trade Date 1/12/12 22,908.181 Shares At 30.50 USD	- 878,489.77	698,699.52	- 179,790.25
01/13/12	Sold 97.914 Shares Trade Date 1/12/12 97.914 Shares At 30.50 USD	- 2,574.16	2,986.38	412.22
Total Russell US Quantitative Eq I		- \$1,275,714.15	\$1,103,833.84	- \$171,880.31

**Russell US Small & Mid Cap CI I
REBSX**

01/13/12	Sold 11,595.311 Shares Trade Date 1/12/12 11,595.311 Shares At 22.80 USD	- 366,098.09	264,373.09	- 101,725.00
01/13/12	Sold 2,692.875 Shares Trade Date 1/12/12 2,692.875 Shares At 22.80 USD	- 64,276.93	61,397.55	- 2,879.38
Total Russell US Small & Mid Cap CI I		- \$430,375.02	\$325,770.64	- \$104,604.38

Scout International Fund
UMBWX



ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
UNDER AGREEMENT DATED 10/5/00

This statement is for the period from
January 1, 2012 to December 31, 2012

SALE/MATURITY SUMMARY (continued)

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
06/04/12	Sold 4,437.345 Shares Trade Date 6/1/12 4,437.345 Shares At 27.47 USD	- 132,144.14	121,893.87	- 10,250.27
07/13/12	Sold 8,857.242 Shares Trade Date 7/12/12 8,857.242 Shares At 28.55 USD	- 263,768.67	252,874.26	- 10,894.41
Total Scout International Fund		- \$395,912.81	\$374,768.13	- \$21,144.68
 T Rowe Price Sc Stock #65 OTCFX				
12/19/12	Lt Capital Gains		20,203.00	20,203.00
12/19/12	ST Capital Gains		1,920.12	1,920.12
Total T Rowe Price Sc Stock		\$0.00	\$22,123.12	\$22,123.12
Total Stocks		- \$5,074,809.14	\$4,465,545.83	- \$609,263.31
Total Sales & Maturities		- \$13,503,314.45	\$12,939,507.69	- \$563,806.76

SALE/MATURITY SUMMARY MESSAGES

Estimated Year-To-Date Short-Term Gain (Loss) \$37,428.78

Estimated Year-To-Date Long-Term Gain (Loss): (\$601,235.54)

Estimates should not be used for tax purposes

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
MODERATE PORTFOLIO
UNDER AGREEMENT DATED 10/5/00This statement is for the period from
January 1, 2012 to January 31, 2012**SALE/MATURITY SUMMARY**

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
Cash and Equivalents				
	US Bank Private Client NOW PCDNOW			
	Combined Sales For The Period 1/ 1/12 - 1/31/12	- 2,232,129.36	2,232,129.36	
	Total Cash and Equivalents	- \$2,232,129.36	\$2,232,129.36	\$0.00

Taxable Bonds**Russell Short Duration Bond CI S
RFBSX**

01/13/12	Sold 409.701 Shares Trade Date 1/12/12 409 701 Shares At 19.21 USD	- 7,608.29	7,870.36	262.07
01/13/12	Sold 2 854 Shares Trade Date 1/12/12 2.854 Shares At 19.21 USD	- 52.99	54 83	1.84
01/13/12	Sold 25.799 Shares Trade Date 1/12/12 25.799 Shares At 19.21 USD	- 483.29	495.60	12.31
01/13/12	Sold 9.829 Shares Trade Date 1/12/12 9.829 Shares At 19.21 USD	- 187.77	188.82	1.05
01/13/12	Sold 8.746 Shares Trade Date 1/12/12 8.746 Shares At 19.21 USD	- 168.99	168.01	- 0.98
	Total Russell Short Duration Bond CI S	- \$8,501.33	\$8,777.62	\$276.29
	Total Taxable Bonds	- \$8,501.33	\$8,777.62	\$276.29

Stocks**Russell Emerging Markets CI S
REMSX**

01/13/12	Sold 1,889.073 Shares Trade Date 1/12/12 1,889.073 Shares At 16.73 USD	- 17,646 98	31,604.19	13,957.21
01/13/12	Sold 4,273.209 Shares Trade Date 1/12/12 4,273.209 Shares At 16.73 USD	- 67,355.16	71,490.79	4,135 63

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
MODERATE PORTFOLIO
UNDER AGREEMENT DATED 10/5/00This statement is for the period from
January 1, 2012 to January 31, 2012**SALE/MATURITY SUMMARY (continued)**

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
	Total Russell Emerging Markets CI S	- \$85,002.14	\$103,094.98	\$18,092.84
	Russell Internatnl Dev Markets CI I RINSX			
01/13/12	Sold 5,575.245 Shares Trade Date 1/12/12 5,575.245 Shares At 27.14 USD	- 149,726.51	151,312.15	1,585.64
01/13/12	Sold 8,665.927 Shares Trade Date 1/12/12 8,665.927 Shares At 27.14 USD	- 351,833.21	235,193.26	- 116,639.95
	Total Russell Internatnl Dev Markets CI I	- \$501,559.72	\$386,505.41	- \$115,054.31
	Russell Real Estate Securities CI S RRESX			
01/13/12	Sold 1,482.557 Shares Trade Date 1/12/12 1,482.557 Shares At 33.24 USD	- 61,348.74	49,280.19	- 12,068.55
01/13/12	Sold 2,958.526 Shares Trade Date 1/12/12 2,958.526 Shares At 33.24 USD	- 77,915.55	98,341.40	20,425.85
01/13/12	Sold 506.442 Shares Trade Date 1/12/12 506.442 Shares At 33.24 USD	- 26,206.32	16,834.13	- 9,372.19
	Total Russell Real Estate Securities CI S	- \$165,470.61	\$164,455.72	- \$1,014.89
	Russell US Core Equity CI I REASX			
01/13/12	Sold 354.148 Shares Trade Date 1/12/12 354.148 Shares At 27.90 USD	- 8,938.78	9,880.73	941.95
01/13/12	Sold 3,337.52 Shares Trade Date 1/12/12 3,337.52 Shares At 27.90 USD	- 69,461.29	93,116.81	23,655.52
01/13/12	Sold 2,280.269 Shares Trade Date 1/12/12 2,280.269 Shares At 27.90 USD	- 62,772.11	63,619.51	847.40
01/13/12	Sold 1,042.7 Shares Trade Date 1/12/12 1,042.7 Shares At 27.90 USD	- 32,326.85	29,091.33	- 3,235.52

ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
MODERATE PORTFOLIO
UNDER AGREEMENT DATED 10/5/00This statement is for the period from
January 1, 2012 to January 31, 2012**SALE/MATURITY SUMMARY (continued)**

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
01/13/12	Sold 13,695.858 Shares Trade Date 1/12/12 13,695.858 Shares At 27.90 USD	- 459,457.37	382,114.44	- 77,342.93
01/13/12	Sold 145.551 Shares Trade Date 1/12/12 145.551 Shares At 27.90 USD	- 3,759.29	4,060.87	301.58
Total Russell US Core Equity CI I		- \$636,715.69	\$581,883.69	- \$54,832.00

**Russell US Quantitative Eq I
REDSX**

01/13/12	Sold 3,003.779 Shares Trade Date 1/12/12 3,003.779 Shares At 30.50 USD	- 72,951.62	91,615.26	18,663.64
01/13/12	Sold 1,575.48 Shares Trade Date 1/12/12 1,575.48 Shares At 30.50 USD	- 50,644.72	48,052.14	- 2,592.58
01/13/12	Sold 2,552.683 Shares Trade Date 1/12/12 2,552.683 Shares At 30.50 USD	- 88,806.09	77,856.83	- 10,949.26
01/13/12	Sold 437.718 Shares Trade Date 1/12/12 437.718 Shares At 30.50 USD	- 12,048.34	13,350.40	1,302.06
01/13/12	Sold 10,606.609 Shares Trade Date 1/12/12 10,606.609 Shares At 30.50 USD	- 406,461.10	323,501.57	- 82,959.53
01/13/12	Sold 49.308 Shares Trade Date 1/12/12 49.308 Shares At 30.50 USD	- 1,296.32	1,503.89	207.57
Total Russell US Quantitative Eq I		- \$632,208.19	\$555,880.09	- \$76,328.10

**Russell US Small & Mid Cap CI I
REBSX**

01/13/12	Sold 2,980.827 Shares Trade Date 1/12/12 2,980.827 Shares At 22.80 USD	- 90,480.23	67,962.86	- 22,517.37
01/13/12	Sold 692.387 Shares Trade Date 1/12/12 692.387 Shares At 22.80 USD	- 16,526.67	15,786.42	- 740.25
Total Russell US Small & Mid Cap CI I		- \$107,006.90	\$83,749.28	- \$23,257.62



ACCOUNT NUMBER:
CHAMBERS FAMILY FOUNDATION -
MODERATE PORTFOLIO
UNDER AGREEMENT DATED 10/5/00

This statement is for the period from
January 1, 2012 to January 31, 2012

SALE/MATURITY SUMMARY (continued)

Date Posted	Description	Tax Cost	Proceeds	Estimated Gain/Loss
	Total Stocks	- \$2,127,963.25	\$1,875,569.17	- \$252,394.08
	Total Sales & Maturities	- \$4,368,593.94	\$4,116,476.15	- \$252,117.79

SALE/MATURITY SUMMARY MESSAGES

Estimated Year-To-Date Short-Term Gain (Loss): \$467.78

Estimated Year-To-Date Long-Term Gain (Loss): (\$252,585.57)

Estimates should not be used for tax purposes

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Scott D Chambers		2975 Chad Drive	Eugene	OR	97408		Trustee	5 00	0		
2	Elizabeth Chambers		2975 Chad Drive	Eugene	OR	97408		Trustee	2 00	0		
3	Siva L Chambers		2975 Chad Drive	Eugene	OR	97408		Trustee	2 00	0		