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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation
KINNIE FAMILY FOUNDATION

A Employer identification number
26-0015458

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
12915 NW SKYLINE BLVD

B Telephone number (see instructions)
(503) 645-9931

City or town, state or province, country, and ZIP or foreign postal code
PORTLAND, OR 97231

C If exemption application is pending, check here ▶ ☐

G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,694,243

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

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)	25,020			
2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments	55	55		
4	Dividends and interest from securities	74,870	74,870		
5a	Gross rents				
b	Net rental income or (loss) ________				
6a	Net gain or (loss) from sale of assets not on line 10	357,559			
b	Gross sales price for all assets on line 6a 1,061,250				
7	Capital gain net income (from Part IV, line 2)		357,559		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)	99			
12	**Total.** Add lines 1 through 11	457,603	432,484		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc				
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	2,200	1,100		1,100
c	Other professional fees (attach schedule)	25,136	25,136		
17	Interest				
18	Taxes (attach schedule) (see instructions)	6,865	1,590		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	454	9		445
24	**Total operating and administrative expenses.** Add lines 13 through 23	34,655	27,835		1,545
25	Contributions, gifts, grants paid	242,000			242,000
26	**Total expenses and disbursements.** Add lines 24 and 25	276,655	27,835		243,545
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	180,948			
b	**Net investment income** (if negative, enter -0-)		404,649		
c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	62,593	109,276	109,282
	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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,072,559	2,332,677	3,424,655
	c	Investments—corporate bonds (attach schedule)	707,969	820,000	825,240
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)	605,744	386,667	335,066
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,448,865	3,648,620	4,694,243
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ______)			
	23	**Total liabilities** (add lines 17 through 22)		0	
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	3,448,865	3,648,620	
	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			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,448,865	3,648,620	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,448,865	3,648,620	

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	3,448,865
2	Enter amount from Part I, line 27a	2	180,948
3	Other increases not included in line 2 (itemize) ▶ ______	3	18,807
4	Add lines 1, 2, and 3	4	3,648,620
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	3,648,620

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	SEE ATTACHED US TRUST STATEMENT	P		
b	SEE ATTACHED US TRUST STATEMENT	P		
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	127,791		130,826	-3,035
b	896,262		572,865	323,397
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-3,035
b				323,397
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	357,559
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income)

If section 4940(d)(2) applies, leave this part blank

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	202,862	3,727,240	0 054427
2011	147,042	3,607,271	0 040763
2010	170,627	3,270,273	0 052175
2009	196,331	3,010,417	0 065217
2008	200,661	3,647,133	0 055019

2	**Total** of line 1, column (d).	2	0 267601
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 053520
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	4,128,130
5	Multiply line 4 by line 3.	5	220,938
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,046
7	Add lines 5 and 6.	7	224,984
8	Enter qualifying distributions from Part XII, line 4.	8	243,545

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	4,046
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	4,046
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	4,046
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — **6a** 3,680		
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	3,680
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	366
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶D CRAIG KINNIE Telephone no ▶(503) 645-9931

Located at ▶12915 NW SKYLINE BLVD PORTLAND OR ZIP+4 ▶97231

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ 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)	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 2013 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 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No *If "Yes," attach the statement required by Regulations section 53.4945–5(d).*			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870.*	**6b**		No
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
D CRAIG KINNIE 12915 NW SKYLINE BLVD PORTLAND, OR 97231	PRES/TREAS 40 00	0	0	0
CYNTHIA A KINNIE 12915 NW SKYLINE BLVD PORTLAND, OR 97231	V PRES/ SEC 40 00	0	0	0
KRISTIN KINNIE 4066 SE SPRING ST HILLSBORO, OR 97123	DIRECTOR 8 00	0	0	0
RYAN KINNIE 3010 SE OAK ST HILLSBORO, OR 97123	DIRECTOR 8 00	0	0	0

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

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

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

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	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see 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	4,269,904
b	Average of monthly cash balances	1b	74,582
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	4,344,486
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	4,344,486
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	216,356
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,128,130
6	**Minimum investment return.** Enter 5% of line 5	6	206,407

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	206,407
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,046		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	4,046
3	Distributable amount before adjustments Subtract line 2c from line 1			3	202,361
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	202,361
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	202,361

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	243,545
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	243,545
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	4,046
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	239,499

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				202,361
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			129,574	
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 243,545				
a Applied to 2012, but not more than line 2a			129,574	
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 2013 distributable amount.				113,971
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				88,390
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 2008 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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 2013, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

D CRAIG CYNTHIA A KINNIE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☑ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc (see 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 address of the person to whom applications should be addressed

D CRAIG KINNIE
12915 NW SKYLINE BLVD
PORTLAND, OR 97231
(503) 645-9931

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

NAME OF CHARITABLE ORGANIZATION ADDRESS EXEMPT ORGANIZATION STATUS UNDER IRC 170(B)(1)(A) AMOUNT OF DONATION REQUEST CONTACT INFORMATION

c Any submission deadlines

CHARITIES TO RECEIVE GRANTS WILL BE CHOSEN BY THE DIRECTORS AT MEETINGS HELD AT LEAST ANNUALLY

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

NONE

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 Additional Data Table				
Total . . . . ▶ **3a**				242,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	55	
4 Dividends and interest from securities. . . .			14	74,870	
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			25	357,559	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a SETTLEMENT INCOME			1	99	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				432,583	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 432,583
(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		**No**
(2) Other assets.	**1a(2)**		**No**
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		**No**
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		**No**
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		**No**
(4) Reimbursement arrangements.	**1b(4)**		**No**
(5) Loans or loan guarantees.	**1b(5)**		**No**
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		**No**
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		**No**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2014-04-25	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JAMIE L ZOLEZZI		2014-05-05		P00912784
Firm's name ▶ JONES & ROTH PC			Firm's EIN ▶	
Firm's address ▶ 5635 NE ELAM YOUNG PKWY STE 100 HILLSBORO, OR 971246488			Phone no (503) 648-0521	

Form 990PF Part XV Line 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*				
TO BE PROVIDED UPON REQUEST 12915 NW SKYLINE BLVD PORTLAND, OR 97231			CHARITABLE GIFT	5,000
COMMUNITY ACTION ORG 1001 SW BASELINE HILLSBORO, OR 97123			CHARITABLE GIFT	12,000
PORTLAND RESCUE MISSION 34 NW 1ST AVE PORTLAND, OR 97209			CHARITABLE GIFT	12,000
CLACKAMAS WOMEN'S SERV 5114 SE MELDRUM AVE MILWAUKIE, OR 97267			CHARITABLE GIFT	13,000
DRESS FOR SUCCESS OREGON 6312 SW CAPITOL HWY 432 PORTLAND, OR 97239			CHARITABLE GIFT	5,000
HERTEL CENTER FOOD BANK 447 SE 3RD HILLSBORO, OR 97123			CHARITABLE GIFT	17,000
CLACKAMAS SERVICE CENTER 8800 SE 80TH AVE CLACKAMAS, OR 97015			CHARITABLE GIFT	17,000
BOYS & GIRLS AID SOCIETY 018 SW BOUNDARY CT PORTLAND, OR 97239			CHARITABLE GIFT	12,000
OUTSIDE IN 1132 SW 13TH AVE PORTLAND, OR 97205			CHARITABLE GIFT	12,000
SONRISE BAPTIST CHURCH 770 NE ROGAHN ST HILLSBORO, OR 97124			CHARITABLE GIFT	6,000
OHSU FOUNDATION 3181 SW SAM JACKSON RD PORTLAND, OR 97239			CHARITABLE GIFT	12,000
PARKINSONS RESOURCES OF O 3181 SW SAM JACKSON RD PORTLAND, OR 97239			CHARITABLE GIFT	6,000
CANDLELIGHTERS - PORTLAND PO BOX 2277 PORTLAND, OR 97208			CHARITABLE GIFT	14,000
OREGON STATE PARKS TRUST PO BOX 581 BEND, OR 97709			CHARITABLE GIFT	5,000
HILLSBORO SCHOOLS FOUNDAT PO BOX 205 HILLSBORO, OR 97124			CHARITABLE GIFT	3,000
Total . . . . ▶ **3a**				242,000

Form 990PF Part XV Line 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*				
MEDICAL TEAMS INTERNATION 14150 SW MILTON COURT PORTLAND, OR 97224			CHARITABLE GIFT	18,000
MERCY CORPS 3015 SW 1ST AVE PORTLAND, OR 97201			CHARITABLE GIFT	28,000
ST VINCENT DE PAUL OF PORTLAND 5120 SE MILWAUKIE AVE PORTLAND, OR 97202			CHARITABLE GIFT	17,000
HOSPICE & PALLIATIVE CARE PARTNERS 900 SE OAK ST HILLSBORO, OR 97123			CHARITABLE GIFT	13,000
LIBRARY FOUNDATION OF HILLSBORO 2850 NE BROOKWOOD PKWY HILLSBORO, OR 97123			CHARITABLE GIFT	5,000
DIRECT RELIEF 27 S LA PATERA LANE SANTA BARBARA, CA 93117			CHARITABLE GIFT	10,000
Total . . . . ▶ **3a**				242,000

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Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Name of the organization
KINNIE FAMILY FOUNDATION

Employer identification number
26-0015458

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
KINNIE FAMILY FOUNDATION	26-0015458

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	D CRAIG CYNTHIA A KINNIE 12915 NW SKYLINE BLVD PORTLAND, OR 97231	$ 25,020	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
KINNIE FAMILY FOUNDATION

Employer identification number
26-0015458

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	9000 SHARES INTEL STOCK	$ 221,895	2013-12-18

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
KINNIE FAMILY FOUNDATION

Employer identification number
26-0015458

Part III ***Exclusively*** **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc ,
contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Accounting Fees Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	2,200	1,100		1,100

TY 2013 Compensation Explanation

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Person Name	Explanation
D CRAIG KINNIE	
CYNTHIA A KINNIE	
KRISTIN KINNIE	
RYAN KINNIE	

TY 2013 Investments Corporate Bonds Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED - US TRUST	820,000	825,240

TY 2013 Investments Corporate Stock Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEE ATTACHED - US TRUST	2,332,677	3,424,655

TY 2013 Other Assets Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
US TRUST - TANGIBLE ASSETS	134,864		
US TRUST - REAL ESTATE FUND	185,880	183,367	124,521
US TRUST - HEDGE FUNDS	285,000	203,300	210,545

TY 2013 Other Expenses Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
CT-12 FEES	445			445
INVESTMENT EXPENSES	9	9		

TY 2013 Other Income Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
SETTLEMENT INCOME	99		

TY 2013 Other Increases Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Description	Amount
OTHER INCREASES	18,807

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TY 2013 Other Professional Fees Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	25,136	25,136		

TY 2013 Taxes Schedule

Name: KINNIE FAMILY FOUNDATION

EIN: 26-0015458

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,590	1,590		
FEDERAL TAXES	3,680			
2012 FEDERAL TAXES	1,595			

Settlement Date

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Cash Equivalents								
109,276 410	BANK OF AMERICA MONEY MARKET SAVINGS ACCOUNT	994458719	$109,276 41	$5 11	$109,276 41 1 000	$0 00	$65 57	0 06%
	Total Cash Equivalents		**$109,276.41**	**$5.11**	**$109,276.41**	**$0.00**	**$65.57**	**0.06%**
Total Cash/Currency			**$109,276.41**	**$5.11**	**$109,276.41**	**$0.00**	**$65.57**	**0.06%**
Consumer Discretionary								
800 000	LOWES COS INC Ticker LOW	548661107	$39,640 00 49 550	$0 00	$22,784 00 28 480	$16,856 00	$576 00	1 45%
700 000	TJX COS INC NEW Ticker TJX	872540109	44,611 00 63 730	0 00	25,112 50 35 875	19,498 50	406 00	0 91
	Total Consumer Discretionary		**$84,251.00**	**$0.00**	**$47,896.50**	**$36,354.50**	**$982.00**	**1.16%**
Consumer Staples								
450 000	COSTCO WHSL CORP NEW Ticker COST	22160K105	$53,559 00 119 020	$0 00	$31,993 83 71 097	$21,565 17	$558 00	1 04%
208.000	KRAFT FOODS GROUP INC Ticker KRFT	50076Q106	11,213.28 53 910	109.20	8,435.51 40 555	2,777.77	436.80	3.89
625 000	MONDELEZ INTL INC Ticker MDLZ	609207105	22,062 50 35 300	87 50	15,629 12 25 007	6,433 38	350 00	1 58
400 000	NESTLE S A SPONSORED ADR SWITZERLAND Ticker NSRGY	641069406	29,369 60 73 424	0 00	28,822 00 72 055	547 60	726 40	2 47
400 000	PEPSICO INC Ticker PEP	713448108	33,176 00 82 940	227 00	30,652 52 76 631	2,523 48	908 00	2 73
425 000	PHILIP MORRIS INTL INC Ticker PM	718172109	37,030 25 87 130	399 50	35,115 63 82 625	1,914 62	1,598 00	4 31

(1) Market Value in the Portfolio Detail section does not include Accrued Income

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Consumer Staples (cont)								
460 000	PROCTER & GAMBLE CO Ticker. PG	742718109	37,448 60 81 410	0 00	28,195 70 61 295	9,252 90	1,106 76	2 95
	Total Consumer Staples		**$223,859.23**	**$823.20**	**$178,844.31**	**$45,014.92**	**$5,683.96**	**2.53%**
Energy								
400 000	EXXON MOBIL CORP Ticker XOM	30231G102	$40,480 00 101 200	$0 00	$30,974 40 77 436	$9,505 60	$1,008 00	2 49%
390 000	OCCIDENTAL PETE CORP DEL Ticker OXY	674599105	37,089 00 95 100	249 60	32,555 21 83 475	4,533 79	998 40	2 69
500 000	OCEANEERING INTL INC Ticker OII	675232102	39,440 00 78 880	0 00	20,023 75 40 048	19,416 25	440 00	1 11
300 000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker SLB	806857108	27,033 00 90 110	93 75	24,967 50 83 225	2,065 50	375 00	1 38
650 000	SPDR S&P OIL & GAS EXPLORATION & PRODUCTION ETF Ticker XOP	78464A730	44,544 50 68 530	0 00	40,521 75 62 341	4,022 75	373 10	0 83
	Total Energy		**$188,586.50**	**$343.35**	**$149,042.61**	**$39,543.89**	**$3,194.50**	**1.69%**
Financials								
100 000	BLACKROCK INC CL A Ticker BLK	09247X101	$31,647 00 316 470	$0 00	$28,446 50 284 465	$3,200 50	$672 00	2 12%
400.000	CHUBB CORP Ticker CB	171232101	38,652.00 96 630	176.00	28,317.24 70 793	10,334.76	704.00	1.82
200 000	CULLEN / FROST BANKERS INC Ticker CFR	229899109	14,886 00 74 430	0 00	12,605 00 63 025	2,281 00	400 00	2 68
475 000	J P MORGAN CHASE & CO Ticker. JPM	46625H100	27,778 00 58 480	0 00	23,582 13 49 647	4,195 87	722 00	2 59
700 000	PNC FINL SVCS GROUP INC Ticker. PNC	693475105	54,306 00 77 580	0 00	41,422 50 59 175	12,883 50	1,232 00	2 26

Settlement Date

U.S. TRUST

Bank of America Private Wealth Management

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Financials (cont)								
1,200 000	WELLS FARGO & CO NEW COM Ticker WFC	949746101	54,480 00 45 400	0 00	38,912 00 32 427	15,568 00	1,440 00	2 64
	Total Financials		**$221,749.00**	**$176.00**	**$173,285.37**	**$48,463.63**	**$5,170.00**	**2.33%**
Health Care								
250 000	BAXTER INTL INC Ticker BAX	071813109	$17,387 50 69 550	$122 50	$17,501 25 70 005	-$113 75	$490 00	2 81%
500 000	NOVARTIS A G SPONSORED ADR SWITZERLAND Ticker NVS	66987V109	40,190 00 80 380	0 00	36,319 50 72 639	3,870 50	1,028 50	2 55
700 000	ROCHE HLDG LTD SPONSORED ADR SWITZERLAND Ticker. RHHB Y	771195104	49,035 70 70 051	0 00	43,781 50 62 545	5,254 20	1,136 80	2 31
300 000	THERMO FISHER SCIENTIFIC CORP Ticker. TMO	883556102	33,405 00 111 350	45 00	14,157 69 47 192	19,247 31	180 00	0 53
	Total Health Care		**$140,018.20**	**$167.50**	**$111,759.94**	**$28,258.26**	**$2,835.30**	**2.02%**
Industrials								
350 000	CATERPILLAR INC Ticker CAT	149123101	$31,783 50 90 810	$0 00	$29,760 75 85 031	$2,022 75	$840 00	2 64%
250 000	DEERE & CO Ticker DE	244199105	22,832 50 91 330	127 50	21,766 25 87 065	1,066 25	510 00	2 23
250 000	EMERSON ELEC CO Ticker. EMR	291011104	17,545 00 70 180	0 00	10,503 75 42 015	7,041 25	430 00	2 45
300 000	HONEYWELL INTL INC Ticker. HON	438516106	27,411 00 91 370	0 00	22,426 50 74 755	4,984 50	540 00	1 97
395 000	UNITED TECHNOLOGIES CORP Ticker UTX	913017109	44,951 00 113 800	0 00	28,090 43 71 115	16,860 57	932 20	2 07
300 000	3M CO Ticker MMM	88579Y101	42,075 00 140 250	0 00	33,152 01 110 507	8,922 99	1,026 00	2 43

U.S. TRUST
Bank of America Private Wealth Management

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Industrials (cont)								
	Total Industrials		**$186,598.00**	**$127.50**	**$145,699.69**	**$40,898.31**	**$4,278.20**	**2.29%**
Information Technology								
170 000	APPLE INC Ticker AAPL	037833100	$95,373 40 561 020	$0 00	$14,573 25 85 725	$80,800 15	$2,074 00	2 17%
225 000	AUTOMATIC DATA PROCESSING INC Ticker ADP	053015103	18,179 78 80 799	108 00	15,939 14 70 841	2,240 64	432 00	2 37
1,090 000	EMC CORP Ticker EMC	268648102	27,413 50 25 150	0 00	23,549 45 21 605	3,864 05	436 00	1 59
50 000	GOOGLE INC CL A COM Ticker GOOG	38259P508	56,035 50 1,120 710	0 00	26,019 75 520 395	30,015 75	0 00	0 00
12,150 000	INTEL CORP Ticker INTC	458140100	315,353 25 25 955	0 00	33,777 00 2 780	281,576 25	10,935 00	3 46
150 000	INTERNATIONAL BUSINESS MACHS Ticker IBM	459200101	28,135 50 187 570	0 00	29,510 25 196 735	-1,374 75	570 00	2 02
250 000	QUALCOMM INC Ticker QCOM	747525103	18,562 50 74 250	0 00	16,327 75 65 311	2,234 75	350 00	1 88
500 000	TE CONNECTIVITY LTD SWITZERLAND Ticker TEL	H84989104	27,555 00 55 110	0 00	25,296 50 50 593	2,258 50	500 00	1 81
750 000	TEXAS INSTRS INC Ticker TXN	882508104	32,932 50 43 910	0 00	25,736 25 34 315	7,196 25	900 00	2 73
200.000	VISA INC CL A COM Ticker V	92826C839	44,536.00 222 680	0.00	36,095.00 180 475	8,441.00	320.00	0.71
	Total Information Technology		**$664,076.93**	**$108.00**	**$246,824.34**	**$417,252.59**	**$16,517.00**	**2.48%**
Materials								
325 000	AIR PRODS & CHEMS INC Ticker. APD	009158106	$36,328 50 111 780	$230 75	$30,120 15 92 677	$6,208 35	$923 00	2 54%

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Materials (cont)								
	Total Materials		**$36,328.50**	**$230.75**	**$30,120.15**	**$6,208.35**	**$923.00**	**2.54%**
Other Equities								
5,494 505	ARTISAN INTERNATIONAL FUND Ticker ARTI X	04314H204	$167,472 51 30 480	$0 00	$125,000 00 22 750	$42,472 51	$3,115 38	1 86%
3,766 795	COLUMBIA ACORN FUND CLASS Z SHARES Ticker ACRN X	197199409	140,576 79 37 320	0 00	80,429 29 21 352	60,147 50	290 04	0 20
1,158 301	COLUMBIA ACORN INTERNATIONAL FUND CLASS Z SHARES Ticker. ACIN X	197199813	54,069 49 46 680	0 00	45,000 00 38 850	9,069 49	1,379 54	2 55
3,243 616	COLUMBIA DIVIDEND INCOME FUND CLASS Z SHARES Ticker GSFT X	19765N245	59,455 48 18 330	0 00	47,000 00 14 490	12,455 48	1,151 48	1 93
7,431 780	COLUMBIA MID CAP VALUE FUND CLASS Z SHARES Ticker NAMA X	19765J830	133,103 18 17 910	0 00	96,543 30 12 991	36,559 88	832 36	0 62
16,355 072	COLUMBIA SELECT LARGE CAP GROWTH FUND CLASS Z SHARES Ticker UMLG X	19765Y688	314,671 59 19 240	0 00	162,288 88 9 923	152,382 71	0 00	0 00
2,181 366	HARBOR INTERNATIONAL FUND INSTL CL Ticker HAIN X	411511306	154,898 80 71 010	0 00	113,637 91 52 095	41,260 89	3,261 14	2 10
1,700 000	ISHARES MSCI USA MIN VOLATILITY ETF Ticker USMV	46429B697	60,350 00 35 500	0 00	56,284 46 33 109	4,065 54	1,314 10	2 17
1,035 000	ISHARES EMERGING MKTS INFRA ETF Ticker EMIF	464288216	35,324 55 34 130	0 00	34,993 28 33 810	331 27	1,013 27	2 86
440 000	ISHARES MSCI ALL COUNTRY ASIA EX-JAPAN ETF Ticker. AAXJ	464288182	26,536 40 60 310	10 85	24,145 00 54 875	2,391 40	469 04	1 76

Portfolio Detail

Account: 79-11-622-5845050 KINNIE FAMILY FDN

Oct. 01, 2013 through Dec. 31, 2013

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Other Equities (cont)								
734 000	ISHARES MSCI EMERGING MKTS MIN VOL ETF Ticker EEMV	464286533	42,762 84 58 260	0 00	44,309 15 60 367	-1,546 31	1,071 64	2 50
2,955 000	ISHARES MSCI SINGAPORE ETF Ticker EWS	464286673	38,917 35 13 170	0 00	40,114 13 13 575	-1,196 78	1,465 68	3 76
680 000	ISHARES RUSSELL 2000 GROWTH ETF Ticker IWO	464287648	92,146 80 135 510	0 00	65,028 34 95 630	27,118 46	658 92	0 71
3,374 000	VANGUARD FTSE EMERGING MKTS ETF Ticker VWO	922042858	138,806 36 41 140	0 00	130,773 96 38 759	8,032 40	3,795 75	2 73
1,466 000	VANGUARD SMALL-CAP ETF Ticker VB	922908751	161,186 70 109 950	0 00	123,546 21 84 274	37,640 49	2,084 65	1 29
1,235 000	WISDOMTREE EMERGING MKTS SMALLCAP DIV FUND Ticker DGS	97717W281	56,921 15 46 090	0 00	60,110 60 48 673	-3,189 45	1,964 89	3 45
	Total Other Equities		**$1,677,199.99**	**$10.85**	**$1,249,204.51**	**$427,995.48**	**$23,867.88**	**1.42%**
Total Equities			**$3,422,667.35**	**$1,987.15**	**$2,332,677.42**	**$1,089,989.93**	**$63,451.84**	**1.85%**
Investment Grade Taxable								
60,987 903	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765H362	$607,439 51 9 960	$555 11	$605,000 00 9 920	$2,439 51	$5,366 94	0 88%
	Total Investment Grade Taxable		**$607,439.51**	**$555.11**	**$605,000.00**	**$2,439.51**	**$5,366.94**	**0.88%**
Global High Yield Taxable								
23,506 892	FRANKLIN FTLG RATE DAILY ACCESS FUND CL AD	353612781	$216,498 48 9 210	$746 81	$215,000 00 9 146	$1,498 48	$8,250 92	3 81%
	Total Global High Yield Taxable		**$216,498.48**	**$746.81**	**$215,000.00**	**$1,498.48**	**$8,250.92**	**3.81%**

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Global High Yield Taxable (cont)								
Total Fixed Income			**$823,937.99**	**$1,301.92**	**$820,000.00**	**$3,937.99**	**$13,617.86**	**1.65%**
Hedge Funds Specific Strategy								
7,329 843	AQR MANAGED FUTURES STRATEGY FUND CL I	00203H859	$77,623 04 10 590	$0 00	$70,000 00 9 550	$7,623 04	$542 41	0 69%
4,930 049	ARBITRAGE FUND CL I	03875R205	63,400 43 12 860	0 00	65,000 00 13 184	-1,599 57	626 12	0 98
6,431 262	BLACKROCK GLOBAL LONG/SHORT CR FUND INSTL SHS	091936732	69,521 94 10 810	0 00	68,300 00 10 620	1,221 94	913 24	1 31
	Total Hedge Funds Specific Strategy		**$210,545.41**	**$0.00**	**$203,300.00**	**$7,245.41**	**$2,081.77**	**0.98%**
Total Hedge Funds			**$210,545.41**	**$0.00**	**$203,300.00**	**$7,245.41**	**$2,081.77**	**0.98%**
Real Estate Private Ownership								
7,468.244	JONES LANG LASALLE INCOME PROPERTY TRUST INC CL M	8EOT39993	$76,101.41 10 190	$0.00	$135,188.09 18 102	-$59,086.68	$0.00	0.00%
	Total Real Estate Private Ownership		**$76,101.41**	**$0.00**	**$135,188.09**	**-$59,086.68**	**$0.00**	**0.00%**
Public REITs								
750 000	VANGUARD REIT ETF	922908553	$48,420 00 64 560	$0 00	$48,178 44 64 238	$241 56	$2,093 25	4 32%
	Total Public REITs		**$48,420.00**	**$0.00**	**$48,178.44**	**$241.56**	**$2,093.25**	**4.32%**
Total Real Estate			**$124,521.41**	**$0.00**	**$183,366.53**	**-$58,845.12**	**$2,093.25**	**1.68%**
Total Portfolio			**$4,690,948.57**	**$3,294.18**	**$3,648,620.36**	**$1,042,328.21**	**$81,310.29**	**1.73%**

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
Public REITs (cont)								
Accrued Income			$3,294 18					
Total			**$4,694,242.75**					

Proceeds From Broker Transactions

We have adjusted tax costs for amortization of premium paid for the acquisition of municipal bonds through date of sale and for non-taxable dividends. An asterisk symbol (*) next to the tax cost indicates that the tax cost has been adjusted for the current year's return of capital. However, we have not made adjustments to the cost basis of all partnerships.

If applicable, we have shown IRC Section 988 translation gains and losses separately within the sales sections. Please note these gains or losses are not entitled to capital gains treatment. Rather, under IRC Section 988, they are either ordinary income or loss. However, we have not made adjustments to the cost basis of all partnerships.

Short term transactions

This category includes sales of assets held 12 months or less.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
ISHARES TR IBOXX $ HIGH YIELD	HYG	464288513	225	06/13/12	03/21/13	$21,234 50	$19,978 63	$1,255 87
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	124 59	12/12/12	05/07/13	$786 14	$844 69	$-58 55
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	50 58	12/12/12	05/07/13	$319 14	$342 91	$-23 77
PIMCO FDS PAC INVT MGMT SER	PAUI X	72200Q182	6696 43	09/11/12	06/13/13	$70,781 25	$75,000 00	$-4,218 75
COACH INC	COH	189754104	250	07/24/13	10/17/13	$13,517 93	$14,845 25	$-1,327 32
ISHARES TR RUSSELL 2000 GROWTH	IWO	464287648	165	07/23/13	12/11/13	$21,152 11	$19,814 03	$1,338 08
Total short term gain/loss from sales:						$127,791 07	$130,825 51	$-3,034 44

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
INTEL CORP	INTC	458140100	3410	12/23/03	03/21/13	$71,357 76	$9,479 80	$61,877 96
CHEVRONTEXACO CORP	CVX	166764100	200	04/09/03	03/21/13	$24,072 90	$6,406 00	$17,666 90
CHEVRONTEXACO CORP	CVX	166764100	155	11/27/02	03/21/13	$18,656 49	$5,236.67	$13,419 82
ISHARES TR IBOXX $ HIGH YIELD	HYG	464288513	100	05/12/09	03/21/13	$9,437 56	$7,598 00	$1,839 56
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	3975 37	10/16/09	05/07/13	$25,084 59	$32,439 03	$-7,354 44
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	85.98	12/07/11	05/07/13	$542 55	$652 61	$-110 06
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	12467 53	10/06/09	05/07/13	$78,670 13	$96,000 00	$-17,329 87

Long term transactions

This category includes sales of assets held more than 12 months.

Description	Symbol	Cusip	Quantity sold	Date of acquisition	Sale date	Sales price less commissions	Cost or other basis	Net gain or loss
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	228 58	12/09/09	05/07/13	$1,442 37	$1,842 39	$-400 02
PIMCO COMMODITY REALRETURN ST	PCRI X	722005667	361 37	12/07/11	05/07/13	$2,280 23	$2,742 78	$-462 55
INTEL CORP	INTC	458140100	1500	12/23/03	05/14/13	$35,697 39	$4,170 00	$31,527 39
QUESTAR CORP	STR	748356102	795	09/27/10	05/14/13	$20,069 31	$13,936 04	$6,133 27
INTEL CORP	INTC	458140100	1500	12/23/03	05/14/13	$35,697.40	$4,170 00	$31,527 40
CIGNA CORP	CI	125509109	500	02/27/12	05/14/13	$33,852 59	$22,442 50	$11,410 09
INTEL CORP	INTC	458140100	1500	12/23/03	06/28/13	$35,977 92	$4,170 00	$31,807 92
PERMANENT PORT FD INC PERMANEN	PRPF X	714199106	1529 36	03/13/12	07/23/13	$71,788 35	$75,000 00	$-3,211 65
PARKER-HANNIFIN CP	PH	701094104	340	09/27/10	07/24/13	$34,762 69	$23,696 71	$11,065 98
APACHE CORP	APA	037411105	25	01/14/05	07/24/13	$2,058 86	$1,302 00	$756 86
APACHE CORP	APA	037411105	500	01/07/05	07/24/13	$41,177 28	$24,127 50	$17,049 78
INTEL CORP	INTC	458140100	1000	12/23/03	07/24/13	$22,908.10	$2,780 00	$20,128 10
EXXON MOBIL CORP	XOM	30231G102	100	12/01/08	07/24/13	$9,482 33	$7,743 60	$1,738 73
DEVON ENERGY CORPORATION NEW	DVN	25179M103	250	10/29/03	07/24/13	$14,198 49	$5,986 25	$8,212 24
DEVON ENERGY CORPORATION NEW	DVN	25179M103	175	10/07/03	07/24/13	$9,938 95	$4,262 13	$5,676 82
THERMO ELECTRON CORP	TMO	883556102	50	05/04/10	07/24/13	$4,563 67	$2,697 75	$1,865 92
THERMO ELECTRON CORP	TMO	883556102	125	10/16/09	07/24/13	$11,409 17	$5,899 04	$5,510 13
ISHARES TR IBOXX $ HIGH YIELD	HYG	464288513	400	05/12/09	08/21/13	$36,235 36	$30,392 00	$5,843 36
INTEL CORP	INTC	458140100	1500	12/23/03	09/24/13	$35,669 97	$4,170 00	$31,499 97
TARGET CORP	TGT	87612E106	400	04/26/10	09/24/13	$25,597 59	$23,374 00	$2,223 59
VANGUARD INTL EQUITY INDEX FD	VWO	922042858	1974	04/23/08	12/11/13	$80,275 25	$101,020 28	$-20,745 03
NORFOLK SOUTHERN CORP	NSC	655844108	350	09/28/05	12/11/13	$31,036 86	$13,804.32	$17,232 54
NORFOLK SOUTHERN CORP	NSC	655844108	250	01/06/06	12/11/13	$22,169 19	$10,548 75	$11,620 44
VANGUARD INTL EQUITY INDEX FD	VWO	922042858	276	11/19/09	12/11/13	$11,223 90	$11,189 04	$34 86
INTEL CORP	INTC	458140100	350	12/23/03	12/11/13	$8,551 61	$973 00	$7,578 61
APPLE COMPUTER INC	AAPL	037833100	30	03/02/07	12/11/13	$16,914 75	$2,571 75	$14,343 00
ISHARES TR RUSSELL 2000 GROWTH	IWO	464287648	105	03/13/12	12/11/13	$13,460 44	$10,041 14	$3,419 30
Total long term gain/loss from sales:						$896,262 00	$572,865 08	$323,396 92

Kinnie Family Foundation, Inc.
EIN: 26-0015458
Attachment for Form 990 for 2013
Explanation of amount on Line 4 of Part X

The cash deemed held for charitable activities was determined as follows:

Minimum distribution for charitable purposes due prior to 12/31/14 (estimated)	$209,919
Taxes due	4,892
Other expenses (estimated)	1,470
Total cash deemed held for charitable activities – line 4, Part X	$216,281