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

2013

Department of the Treasury
Internal Revenue Service

▶ **Do not enter Social Security numbers on this form as it may be made public.**
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year **2013**, or tax year beginning _____, 2013, and ending _____

E.C.Brown Foundation
230 N.W. Tenth Ave
Portland, OR 97209

A Employer identification number
93-0491026

B Telephone number (see the instructions)
503-225-2935

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

C If exemption application is pending, check here

D 1 Foreign organizations, check here

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

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ **6,643,439.**

J Accounting method: Cash Accrual
 Other (specify) _____
(Part I, column (d) must be on cash basis)

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 (att sch)	143,000.				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B					
	3 Interest on savings and temporary cash investments					
	4 Dividends and interest from securities	127,417.	127,417.	127,417.		
	5a Gross rents					
	b Net rental income or (loss)					
	6a Net gain/(loss) from sale of assets not on line 10	22,732.				
	b Gross sales price for all assets on line 6a	356,686.				
	7 Capital gain net income (from Part IV, line 2)		22,732.			
	8 Net short-term capital gain			359.		
	9 Income modifications					
	10a Gross sales less returns and allowances	679.				
b Less Cost of goods sold						
c Gross profit/(loss) (att sch)	See St 1	679.		679.		
11 Other income (attach schedule)						
12 Total. Add lines 1 through 11		293,828.	150,149.	128,455.		
ADMINISTRATIVE AND OPERATING EXPENSES	13 Compensation of officers, directors, trustees, etc.	0.				
	14 Other employee salaries and wages					
	15 Pension plans, employee benefits					
	16a Legal fees (attach schedule)					
	b Accounting fees (attach sch)	See St 2	13,534.	13,534.		
	c Other prof fees (attach sch)	See St 3	49,526.	49,526.		
	17 Interest					
	18 Taxes (attach schedule) (see instrs)	See Stm 4	4,956.	4,956.		
	19 Depreciation (attach sch) and depletion					
	20 Occupancy					
	21 Travel, conferences, and meetings					
	22 Printing and publications					
	23 Other expenses (attach schedule)					
		See Statement 5	26,068.	2,607.	23,461.	23,461.
	24 Total operating and administrative expenses. Add lines 13 through 23		94,084.	70,623.	23,461.	23,461.
25 Contributions, gifts, grants paid Stmt 6		325,000.			325,000.	
26 Total expenses and disbursements. Add lines 24 and 25		419,084.	70,623.	23,461.	348,461.	
27 Subtract line 26 from line 12:						
a Excess of revenue over expenses and disbursements		-125,256.				
b Net investment income (if negative, enter 0-)			79,526.			
c Adjusted net income (if negative, enter 0-)				104,994.		

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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 (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	210,028.	279,048.	279,048.
	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 sch) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	191,136.	90,136.	90,136.
	10a	Investments – U S and state government obligations (attach schedule)	4,249,699.	4,156,423.	6,274,255.
		b Investments – corporate stock (attach schedule)			
		c Investments – corporate bonds (attach schedule)			
	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 ▶)				
16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	4,650,863.	4,525,607.	6,643,439.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0.	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			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,650,863.	4,525,607.	
30	Total net assets or fund balances (see instructions)	4,650,863.	4,525,607.		
31	Total liabilities and net assets/fund balances (see instructions)	4,650,863.	4,525,607.		

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	4,650,863.
2	Enter amount from Part I, line 27a	2	-125,256.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,525,607.
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	4,525,607.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Union Bank Capital Gain Distributions	P	Various	12/31/13
b sch attached Union Bank N.A.	P	Various	1/15/13
c sch attached Union Bank N.A.	P	Various	Various
d sch attached Union Bank N.A.	P	Various	Various
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 13,516.			13,516.
b 8,637.		8,278.	359.
c 118,922.		116,873.	2,049.
d 215,611.		208,803.	6,808.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			13,516.
b			359.
c			2,049.
d			6,808.
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	22,732.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)		3	359.

If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8

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) N/A

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

(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 (column (b) divided by column (c))
2012			
2011			
2010			
2009			
2008			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

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

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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,591.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,591.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-		5	1,591.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	3,500.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	3,500.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0.
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		1,909.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 1,909. Refunded <input type="checkbox"/>	11		0.

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 the instructions for 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"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0.		
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?	X	
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, column (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"/> N/A		
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 2013 or the taxable year beginning in 2013 (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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	X		
14	The books are in care of ▶ <u>Maurice R. Williams CPA</u> Telephone no ▶ <u>503-228-5277</u> Located at ▶ <u>Otis Elevator Building Portland,OR, Portland</u> ZIP + 4 ▶ <u>97209</u>			
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 ▶ N/A			N/A
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country ▶		Yes	No
		16		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
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	N/A
c	Did the foundation engage in a prior year in any of the acts described in 1 a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement – see instructions)	2 b	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 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 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)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2013?	4 b	X

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

5 a 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) N/A

6 a 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

7 a 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

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
Lorraine Davis 1258 University of Oregon Eugene, OR 97403-1258	Deputy Admin 0	0.	0.	0.
Michael Gottfredson 1258 Univeristy of Oregon Eugene, OR 97403-1258	Administrato 0	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 0

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 ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A ----- -----	
2 ----- -----	
3 ----- -----	
4 ----- -----	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A ----- -----	
2 ----- -----	
All other program-related investments See instructions 3 ----- -----	
Total. Add lines 1 through 3 ▶	0.

BAA

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	1 a	5,867,225.
b Average of monthly cash balances	1 b	244,538.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	6,111,763.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	6,111,763.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	91,676.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	6,020,087.
6 Minimum investment return. Enter 5% of line 5	6	301,004.

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	301,004.
2a Tax on investment income for 2013 from Part VI, line 5	2 a	1,591.
b Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	1,591.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	299,413.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	299,413.
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	299,413.

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	1 a	348,461.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	348,461.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	348,461.

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				299,413.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			48,762.	
b Total for prior years 20__, 20__, 20__		0.		
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	0.			
4 Qualifying distributions for 2013 from Part XII, line 4. ▶ \$ 348,461.				
a Applied to 2012, but not more than line 2a			48,762.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2013 distributable amount				299,413.
e Remaining amount distributed out of corpus	286.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	286.			
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		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	286.			
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	286.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year – see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

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

None

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

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed

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

c Any submission deadlines

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

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
<p><i>a Paid during the year</i></p>				
<p>Total</p>				<p>▶ 3 a</p>
<p><i>b Approved for future payment</i></p>				
<p>Total</p>				<p>▶ 3 b</p>

AFFIDAVIT OF PUBLICATION

DJC



921 S.W Washington St. Suite 210 / Portland, OR 97205-2810
(503) 226-1311

STATE OF OREGON, COUNTY OF MULTNOMAH--ss.

I, **Marc Caplan** , being first duly sworn, depose and say that I am a **Public Notice Manager** of the **Daily Journal of Commerce** , a newspaper of general circulation in the counties of **CLACKAMAS, MULTNOMAH, and WASHINGTON** as defined by ORS 193.010 and 193.020; published at Portland in the aforesaid County and State; that I know from my personal knowledge that the Financial Statements notice described as

E.C. Brown Fndn
, OR

a printed copy of which is hereto annexed, was published in the entire issue of said newspaper for **1** time(s) in the following issues:


5/14/2014

State of Oregon
County of Multnomah

SIGNED OR ATTESTED BEFORE ME
ON THE **14th** DAY OF **May**, 2014

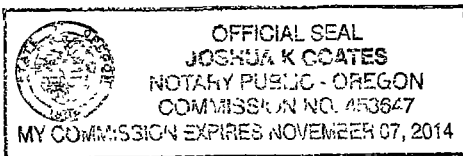


Marc Caplan



Notary Public-State of Oregon

NOTICE
The annual Return of the E.C. Brown foundation (Form 990PF) for the year ended December 31, 2013 is available for public inspection for 180 days from the date of this publication at the foundation's office located at 230 N.W. Tenth Avenue, Portland, Oregon. Following this notice the report will be made available upon written request to the foundation Director.
Published May 14, 2014 10549543



Maurice R. Williams, CPA
230 NW 10th Ave
Portland, OR 97209-3109

Order No.: 10549543
Client Reference No:

E.C.Brown Foundation

93-0491026

Statement 1
Form 990-PF, Part I, Line 10c
Gross Profit (Loss) From Sales Of Inventory

<u>Items Sold</u>	<u>Amount</u>
Commissions & Royalties-Health Ed-Sales	\$ 679.
Gross Sales	\$ 679.
Less Returns & Allowances	0.
Net Sales	\$ 679.
Less Cost Of Goods Sold	0.
Gross Profit From Sales Of Inventory	<u>\$ 679.</u>

Statement 2
Form 990-PF, Part I, Line 16b
Accounting Fees

	<u>(a)</u> Expenses per Books	<u>(b) Net</u> Investment Income	<u>(c)</u> Adjusted Net Income	<u>(d)</u> Charitable Purposes
Bank Fees	\$ 75.	\$ 75.		
CPA FEES & TAX PREP FEES	13,459.	13,459.		
Total	<u>\$ 13,534.</u>	<u>\$ 13,534.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 3
Form 990-PF, Part I, Line 16c
Other Professional Fees

	<u>(a)</u> Expenses per Books	<u>(b) Net</u> Investment Income	<u>(c)</u> Adjusted Net Income	<u>(d)</u> Charitable Purposes
AGENCY & TRUSTEES FEES-UNION BANK	\$ 49,526.	\$ 49,526.		
Total	<u>\$ 49,526.</u>	<u>\$ 49,526.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Statement 4
Form 990-PF, Part I, Line 18
Taxes

	<u>(a)</u> Expenses per Books	<u>(b) Net</u> Investment Income	<u>(c)</u> Adjusted Net Income	<u>(d)</u> Charitable Purposes
DEPARTMENT OF JUSTICE-OREGON	\$ 565.	\$ 565.		
FEDERAL EXCISE TAX	3,682.	3,682.		
FOREIGN TAX W\H-1099	709.	709.		
Total	<u>\$ 4,956.</u>	<u>\$ 4,956.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

E.C.Brown Foundation

93-0491026

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

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ADMINISTRATIVE EXP.-UNIV. OF OREGON				
Daily Journal of Commerce	\$ 26,000.	\$ 2,600.	\$ 23,400.	\$ 23,400.
Miscellaneous Bank Charges	25.	3.	22.	22.
	43.	4.	39.	39.
Total	<u>\$ 26,068.</u>	<u>\$ 2,607.</u>	<u>\$ 23,461.</u>	<u>\$ 23,461.</u>

Statement 6
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Cash Grants and Allocations

Class of Activity:
Donee's Name: Womenspace/dba Ophelia's Place
Donee's Address: 1226 University of Oregon
Eugene, OR. 97403-1226,
Relationship of Donee:
Organizational Status of Donee:
Amount Given: \$ 15,000.

Class of Activity:
Donee's Name: Oregon School Based Health Network
Donee's Address: 1226 University of Oregon
Eugene OR 97403-1226,
Relationship of Donee:
Organizational Status of Donee:
Amount Given: 167,600.

Class of Activity:
Donee's Name: Planned Parenthood of SW Oregon
Donee's Address: 1226 University of Oregon
Eugene OR 97403-1226,
Relationship of Donee:
Organizational Status of Donee:
Amount Given: 25,000.

Class of Activity:
Donee's Name: HIV Alliance
Donee's Address: 1226 University of Oregon
Eugene,OR 97403-1226,
Relationship of Donee:
Organizational Status of Donee:
Amount Given: 20,000.

Class of Activity:
Donee's Name: Self Enhancement Inc.
Donee's Address: 1226 University of Oregon
Eugene,OR 97403-1226,
Relationship of Donee:
Organizational Status of Donee:
Amount Given: 30,000.

E.C.Brown Foundation

93-0491026

Statement 6 (continued)
Form 990-PF, Part I, Line 25
Contributions, Gifts, and Grants

Class of Activity:		
Donee's Name:	Planned Parenthood Columbia Williamette	
Donee's Address:	1226 University of Oregon Eugene, OR 97403-1226,	
Relationship of Donee:		
Organizational Status of Donee:		
Amount Given:		\$ 40,000.
Class of Activity:		
Donee's Name:	Latino Network	
Donee's Address:	1226 University of Oregon Eugene, OR 97403-1266,	
Relationship of Donee:		
Organizational Status of Donee:		
Amount Given:		11,100.
Class of Activity:		
Donee's Name:	Miracle Theatre Group	
Donee's Address:	1226 University of Oregon Eugene, OR 97403-1226,	
Relationship of Donee:		
Organizational Status of Donee:		
Amount Given:		10,000.
Class of Activity:		
Donee's Name:	Cascades Aids Project	
Donee's Address:	1226 University of Oregon Eugene, OR 97403-1226,	
Relationship of Donee:		
Organizational Status of Donee:		
Amount Given:		6,300.
	Total	\$ <u>325,000.</u>

2013 Tax Information Statement

Name and Address:
 WILSON BANK, N.A.
 PO BOX 45174
 SAN FRANCISCO, CA 94145-0174

Account Number: 6700014700
 Recipient's Tax ID Number: XX-XXX1026
 Payer's Federal ID Number: 94-0304228
 Payer's State ID Number: OR
 State: (800)810-2207
 Questions? 2nd TIN notice
 Corrected

Recipient's Name and Address:
 E.C. BROWN FOUNDATION
 UNIVERSITY OF OREGON, LORRAINE DAVIS
 ATTN: SHIRLEY BRABHAM
 1615 EAST 13TH AVENUE
 EUGENE, OR 97403

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip	Description (Box 8)	Date of Sale or Exchange	Quantity Sold	Stock or Other Symbol (Box 1d)	Stocks, Bonds, etc	Cost or Other Basis (Box 2a)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 15)
72369B406	PIONEER HIGH YIELD FD CL Y #724	01/15/2013	Various	TYHYX	8,636.86	8,277.56	0.00	359.30	0.00
Total Short Term Sales Reported on 1099-B					8,636.86	8,277.56	0.00	359.30	0.00
Report on Form 8949, Part I, with Box A checked									
464287176	ISHARES TIPS BD ETF	05/16/2013	03/14/2012	TIP	118,296.51	116,416.97	0.00	1,879.54	0.00
G5785G107	MALLINCKRODT PUB LTD CO	07/10/2013	02/25/2011	MNK	11.04	9.13	0.00	1.91	0.00
G5785G107	MALLINCKRODT PUB LTD CO	11/20/2013	02/25/2011	MNK	615.04	447.20	0.00	167.84	0.00
Total Long Term Sales Reported on 1099-B					118,922.59	116,873.30	0.00	2,049.29	0.00

Report on Form 8949, Part II, with Box D checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2013 Tax Information Statement

Account Number: 6700014700
 Recipient's Tax ID Number: XX-XXX1026
 Payer's Federal ID Number: 94-0304228
 Payer's State ID Number: OR
 State: (800)810-2207
 Questions? Corrected 2nd TIN notice

Recipient's Name and Address:
 E.C. BROWN FOUNDATION
 UNIVERSITY OF OREGON, LORRAINE DAVIS
 ATTN: SHIRLEY BRABHAM
 1615 EAST 13TH AVENUE
 EUGENE, OR 97403

Name and Address:
 CITIBANK, N.A.
 PO BOX 45174
 SAN FRANCISCO, CA 94145-0174

2013 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
 For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip	Description (Box 8)	Date of Sale or Exchange	Date of Acquisition	Quantity Sold	Stock or Other Symbol (Box 1g)	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld		
												(Box 1e)	(Box 2a)
Long Term Sales Reported on 1099-B													
020002AC5	ALLSTATE CORP 7.500% 6/15/13	06/15/2013	02/24/1997	40,000.00	AC77513		41,152.00	0.00	-1,152.00	0.00	0.00		
G5785G107	MALLINCKRODT PUB LTD CO	11/20/2013	Various	68.7500	MNK		2,080.62	0.00	1,371.14	0.00	0.00		
72369B406	PIONEER HIGH YIELD FD CL Y #724	01/15/2013	Various	148,319.69	TYHYX		129,839.63	0.00	18,480.06	0.00	0.00		
881624209	TEVA PHARMACEUTICAL SPNSRD ADR	11/08/2013	12/22/2009	640.0000	TEVA		35,730.62	0.00	-11,891.04	0.00	0.00		
Total Long Term Sales Reported on 1099-B										215,611.03	208,802.87	6,808.16	0.00

Report on Form 8949, Part II, with Box E checked

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated) if you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. For noncovered securities shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the Internal Revenue Service. The taxpayer is ultimately responsible for the accuracy of their own tax return.



PORTLAND PRIVATE BANK - TRUST
 PO BOX 3121
 PORTLAND OR 97208-3121

MAURICE R. WILLIAMS, CPA
 230 NW TENTH
 PORTLAND OR 97209

Account Statement

Statement Period
 January 1, 2013 through December 31, 2013

Account Number
 6700014700

Account Name
 E.C. BROWN FOUNDATION

Online Access
 unionbank.com/trustandcustody

Trust Officer
 ROBYN BREWER
 503-225-2935

Investment Manager
 MIKE KAISER
 503-225-3680

Contents

- Account Summary
- Income Portfolio Summary
- Principal Portfolio Summary
- Unrealized Gain/Loss Summary
- Cash Transactions Summary
- Asset Detail
- Transaction Detail
- Realized Gain/Loss Summary
- About Your Statement

Important Information

Reminder: Union Bank's cut-off time for all mutual fund trades is 30 minutes prior to funds' published cut-off times. Reich & Tang published cut-off time for money market funds is 4:00 pm ET (1:00 pm PT). See each fund's prospectus for published cut-off time

Overview of Account by Investment Category

Balanced

The dual goals of the Balanced objective are to seek growth of principal and income. While dividend and interest income are an important component of the objective's total return, it is expected that capital appreciation will comprise a larger portion of the total return. Market fluctuations should be expected.

% of Total Account	Market Value	Description
3.92%	256,479.45	Cash & Cash Equivalents
50.19%	3,284,214.80	Funds
44.51%	2,912,441.30	Equities
1.38%	90,601.40	Non-US Securities
100.00%	\$6,543,736.95	Total Account Value



Account Number
6700014700

Account Name
BROWN, E.C. FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Income Portfolio

Cash & Cash Equivalents

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Price/ Date Priced	Percentage of Portfolio	Current Yield	Estimated Annual Income
Cash								
Cash Equivalents - Cash								
INCOME CASH			3,879.30	3,879.30		29.83%	0.00%	0.00
Money Market Funds								
Cash Equivalents - Money Market Funds - Other								
REICH & TANG DAILY INCOME MONEY MARKET FUND FIDUCIARY CLASS SHS #150 ***CASH MANAGEMENT SWEEPS*** 23380W564	23380W56S	9,123.330	9,123.33	9,123.33	1.0000 12/31/2013	70.17%	0.01%	0.91
Total Cash & Cash Equivalents		9,123.330	\$13,002.63	\$13,002.63		100.00%	0.01%	\$0.91
Total Income Portfolio		9,123.330	\$13,002.63	\$13,002.63		100.00%	0.01%	\$0.91



Account Number
6700014700

Account Name
BROWN, E.C FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Principal Portfolio (continued)

Funds

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Date Priced	Percentage of Portfolio	Current Yield	Estimated Annual Income
Mut Funds-Fixed Income Taxable								
Funds - General Bond - Short-Term Bond								
VANGUARD SHORT-TERM INVESTMENT GRADE ADMIRAL CLASS SHS #539	922031836	37,967.845	404,099.44	406,255.94	10.7000 12/31/2013	6.22%	2.01%	8,179.61
Mutual Funds - Equity								
Funds - Specialty Stock - Multiflternative - Equity								
FORUM FUNDS ABSOLUTE STRATEGIES FUND CLASS I SHS #102 (CLOSED TO NEW INVESTORS 4/15/10)	34984T600	9,831.090	110,000.00	107,847.06	10.9700 12/31/2013	1.65%	0.00%	0.00
Funds - Ind Stock - Foreign Large Blend								
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND SIGNAL CLASS SHS #1769	921909792	11,775.048	368,000.00	395,641.61	33.6000 12/31/2013	6.06%	2.70%	10,691.74
Mutual Funds - Balanced								
Funds - Hybrid - World Allocation								
PIMCO ALL ASSET ALL AUTHORITY FUND INSTITUTIONAL SHARES #1860	722000182	12,037.037	130,000.00	119,166.67	9.9000 12/31/2013	1.82%	5.95%	7,089.81
UIT/Fd/ETF - Equity								
Funds - Domestic Equity - Mid Cap Blend								
SPDR S&P MIDCAP 400 ETF TR UTSER1 S&PDCRP	78467Y107	1,710.000	210,909.39	417,582.00	244.2000 12/31/2013	6.39%	1.07%	4,454.55
Funds - Domestic Equity - Small Cap Blend								
ISHARES CORE S&P SCP ETF	464287804	2,660.000	171,059.12	290,285.80	109.1300 12/31/2013	4.45%	1.00%	2,907.38



Account Number
6700014700

Account Name
BROWN, E.C. FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Principal Portfolio (continued)

Equities

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Price/ Date Priced	Percentage of Portfolio	Current Yield	Estimated Annual Income
Common Stock								
Materials - Materials								
AIR PRODS & CHEMS INC COM	008158106	380.000	20,580.80	42,476.40	111.7800 12/31/2013	0.65%	2.54%	1,079.20
DU PONT E I DE NEMOURS & CO COM	263534109	800.000	33,644.80	51,976.00	64.9700 12/31/2013	0.79%	2.77%	1,440.00
PRAXAIR INC COM	74005P104	350.000	29,355.50	45,510.50	130.0300 12/31/2013	0.70%	1.85%	840.00
Industrials - Capital Goods								
3M CO COM	88579Y101	400.000	24,638.67	56,100.00	140.2500 12/31/2013	0.86%	2.44%	1,368.00
EMERSON ELEC CO COM	291011104	750.000	25,005.00	52,635.00	70.1800 12/31/2013	0.81%	2.45%	1,290.00
GENERAL ELECTRIC CO COM	369604103	1,100.000	5,684.71	30,833.00	28.0300 12/31/2013	0.47%	3.14%	968.00
HONEYWELL INTL INC COM	438516106	750.000	42,682.50	68,527.50	91.3700 12/31/2013	1.05%	1.97%	1,350.00
PARKER HANFIN CORP COM	701094104	550.000	37,351.92	70,752.00	128.6400 12/31/2013	1.08%	1.40%	990.00
UNITED TECHNOLOGIES CORP COM	913017109	800.000	25,792.50	91,040.00	113.8000 12/31/2013	1.42%	2.07%	1,888.00



The Private Bank

Account Number
6700014700

Account Name
BROWN, E.C. FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Principal Portfolio (continued)

Equities

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Price/ Date Priced	Percentage of Portfolio	Current Yield	Estimated Annual Income
Common Stock								
Consumer Staples - Food Beverage & Tobacco								
KRAFT FOODS GROUP INC COM	500760106	366 000	12,955.07	19,731.06	53.9100 12/31/2013	0.30%	3.90%	768.60
MCCORMICK & CO INC COM NON VTG	579780206	900 000	35,774.64	62,028.00	68.9200 12/31/2013	0.96%	2.15%	1,332.00
MONDELEZ INTL INC CLA	609207105	1,100,000	24,188.69	38,830.00	35.3000 12/31/2013	0.59%	1.59%	616.00
PEPSICO INC COM	713448108	690,000	42,590.20	57,228.60	82.9400 12/31/2013	0.88%	2.74%	1,566.30
Consumer Staples - Household & Personal Products								
LAUDERESTEE COS INC CLA	518439104	860,000	19,479.00	64,775.20	75.3200 12/31/2013	1.00%	1.06%	688.00
PROCTER & GAMBLE CO COM	742718109	500,000	21,743.75	40,705.00	81.4100 12/31/2013	0.62%	2.96%	1,203.00
Health Care - Health Care Equipment & Services								
ABBOTT LABS COM	002824100	750,000	18,893.79	28,747.50	38.3300 12/31/2013	0.44%	2.30%	660.00
BAXTER INTL INC COM	071813109	900,000	20,547.00	62,595.00	69.5500 12/31/2013	0.95%	2.82%	1,764.00
EXPRESS SCRIPTS HLDG CO COM	302196108	574,000	32,110.42	40,317.76	70.2400 12/31/2013	0.62%	0.00%	0.00



Account Number
6700014700

Account Name
BROWN, E.C. FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Principal Portfolio (continued)

Equities

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Price/ Date Priced	Percentage of Portfolio	Current Yield	Estimated Annual Income
Common Stock								
Financials - Diversified Financials								
JPMORGAN CHASE & CO COM	46625H100	1,000,000	23,039.77	58,480.00	12/31/2013	0.90%	2.60%	1,520.00
Financials - Insurance								
TRAVELERS COMPANIES INC COM	89417E109	620,000	30,729.15	58,134.80	12/31/2013	0.86%	2.21%	1,240.00
Information Technology - Software & Services								
AUTOMATIC DATA PROCESSING IN COM	053015103	650,000	25,770.34	52,519.35	12/31/2013	0.80%	2.38%	1,248.00
FISERV INC COM	337738108	1,480,000	34,678.55	87,394.00	12/31/2013	1.33%	0.00%	0.00
GOOGLE INC CLA	38259P508	65,000	22,227.22	72,846.15	1,120.7100 12/31/2013	1.12%	0.00%	0.00
INTERNATIONAL BUSINESS MACHS COM	459200101	260,000	6,883.50	48,768.20	187.5700 12/31/2013	0.75%	2.03%	988.00
Information Technology - Technology Hardware & Equipment								
APPLE INC COM	037833100	80,000	27,627.10	44,881.60	561.0200 12/31/2013	0.68%	2.17%	976.00
CISCO SYS INC COM	17275R102	900,000	18,766.58	20,187.00	22.4300 12/31/2013	0.31%	3.03%	612.00
E M C CORP MASS COM	268648102	1,600,000	45,576.00	40,240.00	25.1500 12/31/2013	0.62%	1.59%	640.00



Account Number
6700014700

Account Name
BROWN, E.C. FOUNDATION AG

Account Statement

Statement Period

January 1, 2013 through December 31, 2013

Asset Detail - Principal Portfolio (continued)

Non-US Securities

Asset Name	CUSIP	Shares/ Units Held	Cost Basis	Market Value	Date Priced	Price/ of Portfolio	Percentage of Portfolio	Current Yield	Estimated Annual Income
Non - US Common Stock									
Energy - Energy									
TRANSOCEAN LTD REG SHS	H8817H100	500.000	40,712.70	24,710.00	49.4200 12/31/2013	0.38%	0.38%	4.53%	1,120.00
Health Care - Health Care Equipment&Services									
COVIDIEN PLC SHS	G2554F13	650.000	25,554.92	44,265.00	68.1000 12/31/2013	0.66%	0.66%	1.88%	832.00
Total Non-US Securities		1,390.000	\$84,044.40	\$90,601.40		1.39%	1.39%	2.49%	\$2,252.00
Total Principal Portfolio		474,599.734	\$4,412,901.58	\$6,530,734.32		100.00%	100.00%	1.97%	\$128,637.87
Total Account Values		483,723.064	\$4,425,904.21	\$6,543,736.95		100.00%	100.00%	1.97%	\$128,638.78

Transaction Detail

Date	Activity Description	CUSIP	Income Cash	Principal Cash	Cost Basis
Beginning Balance					
01/02/13	Dividend CASH RECEIPT OF DIVIDEND EARNED ON HIGHMARK DIVERSIFIED MMF (CLSD)#484 DIVIDEND FROM 12/1/12 TO 12/31/12	4311488S	\$0.00	\$1,946.46	\$4,455,138.04
01/02/13	Dividend CASH RECEIPT OF DIVIDEND EARNED ON HIGHMARK DIVERSIFIED MMF (CLSD)#484 DIVIDEND FROM 12/1/12 TO 12/31/12	4311488S	0.13		
01/02/13	Dividend CASH RECEIPT OF DIVIDEND EARNED ON AUTOMATIC DATA PROCESSING INC 0.435/SHARE ON 850 SHARES DUE 1/1/2013	053015103	282.75		

Application for Extension of Time To File an Exempt Organization Return

Department of the Treasury
Internal Revenue Service

► **File a separate application for each return.**
► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions E.C. Brown Foundation	Employer identification number (EIN) or
	Number, street, and room or suite number. If a P O box, see instructions 230 N.W. Tenth Ave	93-0491026
File by the due date for filing your return. See instructions	City, town or post office, state, and ZIP code. For a foreign address, see instructions Portland, OR 97209	Social security number (SSN)

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

● The books are in the care of ► Maurice R. Williams CPA

Telephone No ► 503-228-5277 Fax No. ► _____

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box . If it is for part of the group, check this box and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 8/15, 2014, to file the exempt organization return for the organization named above.

The extension is for the organization's return for

- calendar year 2013 or
- tax year beginning _____, 20____, and ending _____, 20____

2 If the tax year entered in line 1 is for less than 12 months, check reason. Initial return Final return
 Change in accounting period

3 a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3 a	\$	3,500.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3 b	\$	3,500.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3 c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions