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

OMB No 1545-0052

2013

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

Name of foundation: The Bill Healy Foundation

A Employer identification number: 93-1208721

Number and street (or P O box number if mail is not delivered to street address): P.O. Box 4525 | Room/suite:

B Telephone number (see the instructions): (503) 222-1899

City or town, state or province, country, and ZIP or foreign postal code: Portland OR 97208-4525

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 ► ☐

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

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

I Fair market value of all assets at end of year *(from Part II, column (c), line 16)* ► $ 29,925,809.

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 (att sch)				
	2 Ck ► ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	998,586.	998,586.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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/(loss) (att sch)				
	11 Other income (attach schedule) See Line 11 Stmt	312,551.	94,369.	214,621.	
	12 **Total.** Add lines 1 through 11	1,311,137.	1,092,955.	214,621.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	146,000.			146,000.
	14 Other employee salaries and wages	16,542.			16,542.
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch)	3,640.	1,820.		1,820.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Line 18 Stmt	22,968.	10,427.		12,541.
	19 Depreciation (attach sch) and depletion See Line 19 Stmt	624.			
	20 Occupancy	10,588.	5,294.		5,294.
	21 Travel, conferences, and meetings	11,946.			11,946.
	22 Printing and publications				
	23 Other expenses (attach schedule) See Line 23 Stmt	241,894.	3,788.	142,508.	95,598.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	454,202.	21,329.	142,508.	289,741.
	25 Contributions, gifts, grants paid	918,438.			918,438.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,372,640.	21,329.	142,508.	1,208,179.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-61,503.			
	b **Net investment income** (if negative, enter -0-)		1,071,626.		
	c **Adjusted net income** (if negative, enter -0-)			72,113.	

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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	End of year (c) Fair Market Value
ASSETS 1	Cash — non-interest-bearing	3,521.	6,255.	6,255.
2	Savings and temporary cash investments	1,175,592.	276,432.	276,432.
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 ►	2,050,718.	1,720,177.	1,720,177.
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments — U.S. and state government obligations (attach schedule)	504,677.		
b	Investments — corporate stock (attach schedule)	15,222,141.	19,779,646.	19,779,646.
c	Investments — corporate bonds (attach schedule)	7,034,707.	5,372,996.	5,372,996.
11	Investments — land, buildings, and equipment: basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments — mortgage loans			
13	Investments — other (attach schedule)		2,493,361.	2,493,361.
14	Land, buildings, and equipment: basis ► 285,447.			
	Less accumulated depreciation (attach schedule) ► 15,083.	270,726.	270,364.	270,364.
15	Other assets (describe ► L-15 Stmt)	2,475.	6,578.	6,578.
16	**Total assets** (to be completed by all filers — see the instructions. Also, see page 1, item I)	26,264,557.	29,925,809.	29,925,809.
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 ► L-22 Stmt)	3,800.	3,845.	
23	**Total liabilities** (add lines 17 through 22)	3,800.	3,845.	
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 ► X and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	25,993,090.	29,654,297.	
28	Paid-in or capital surplus, or land, building, and equipment fund	267,667.	267,667.	
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	26,260,757.	29,921,964.	
31	**Total liabilities and net assets/fund balances** (see instructions)	26,264,557.	29,925,809.	

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	26,260,757.
2	Enter amount from Part I, line 27a	2	-61,503.
3	Other increases not included in line 2 (itemize) ► Change in market value of investments for 2013	3	3,722,710.
4	Add lines 1, 2, and 3	4	29,921,964.
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	29,921,964.

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	245,000 Ally Bank 1.1%	P	11/17/11	11/25/13
b	245,000 American Expr Centurion 1.1%	P	11/17/11	11/25/13
c	500,000 Hood River Ore 2.0%	P	03/10/11	06/25/13
d	120,000 General Electric 5.0%	P	12/21/10	02/01/13
e	250,000 AT&T Corp 6.5%	P	07/28/11	03/15/13

	(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	245,000.		245,000.	0.
b	245,000.		245,000.	0.
c	500,000.		502,295.	-2,295.
d	120,000.		128,730.	-8,730.
e	250,000.		272,072.	-22,072.

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

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				0.
b				0.
c				-2,295.
d				-8,730.
e				-22,072.

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	-33,097.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If 'Yes,' the foundation does not qualify under section 4940(e) Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	1,290,152.	25,419,537.	0.050754
2011	1,142,932.	25,455,239.	0.044900
2010	1,137,693.	25,015,467.	0.045480
2009	1,106,722.	23,827,651.	0.046447
2008	1,180,902.	25,113,416.	0.047023

2	**Total** of line 1, column (d)	2	0.234604
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	0.046921
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	27,564,667.
5	Multiply line 4 by line 3	5	1,293,362.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,716.
7	Add lines 5 and 6	7	1,304,078.
8	Enter qualifying distributions from Part XII, line 4	8	1,208,179.

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 ► [ ] 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 ► [ ] and enter 1% of Part I, line 27b	1	21,433.
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	21,433.
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	21,433.
6	Credits/Payments:		
a	2013 estimated tax pmts and 2012 overpayment credited to 2013 — 6a: 5,640.		
b	Exempt foreign organizations — tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 21,200.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	26,840.
8	Enter any **penalty** for underpayment of estimated tax. Check here [X] if Form 2220 is attached	8	0.
9	**Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►	10	5,407.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ► 5,407. **Refunded** ►	11	

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?	1 a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1 b		X
	*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?	1 c		X
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		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? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4 a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4 b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		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?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► OR - Oregon			
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*	8 b	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)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

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

Website address ► www.billhealyfoundation.org

14 The books are in care of ► Valerie Wilson Telephone no. ► (503) 222-1899

Located at ► 721 NW Ninth Ave, Suite 229 Portland OR ZIP + 4 ► 97209

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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

			Yes	No
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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b		
	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?	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? ☐ 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.)	2 b		X
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? ☐ 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.)*	3 b		
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)?		5 b	
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)			
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?		6 b	X
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?		7 b	

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
Cameron Healy P.O. Box 4525 Portland OR 97208	Chairman 10.00	0.	0.	0.
Christine Hart P.O. Box 4525 Portland OR 97208	Director 0.00	0.	0.	0.
Diane Hall P.O. Box 4525 Portland OR 97208	Exec Director 40.00	90,000.	0.	0.
See Information about Officers, Directors, Trustees, Etc		56,000.	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 ▶ None

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		None

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	
2	
All other program-related investments. See 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	24,579,924.
b	Average of monthly cash balances	1b	1,516,673.
c	Fair market value of all other assets (see instructions)	1c	1,887,836.
d	**Total** (add lines 1a, b, and c)	1d	27,984,433.
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	27,984,433.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	419,766.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	27,564,667.
6	**Minimum investment return.** Enter 5% of line 5	6	1,378,233.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6			1	1,378,233.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	21,433.		
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	21,433.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	1,356,800.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,356,800.
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	1,356,800.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	1,208,179.
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	1,208,179.
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	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,208,179.

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				1,356,800.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,177,866.	
b Total for prior years. 20 __ , 20 __ , 20 __				
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . . . 0.				
b From 2009 . . . . . . 0.				
c From 2010 . . . . . . 0.				
d From 2011 . . . . . . 0.				
e From 2012 . . . . . . 0.				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► $ 1,208,179.				
a Applied to 2012, but not more than line 2a			1,177,866.	
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				30,313.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount — see instructions		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				1,326,487.
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)	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009 . . 0.				
b Excess from 2010 . . 0.				
c Excess from 2011 . . 0.				
d Excess from 2012 . . 0.				
e Excess from 2013 . . 0.				

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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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).)

Cameron Healy

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:

Diane Hall, Executive Director
P.O. Box 4525
Portland OR 97208 (503) 222-1899

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

A Grant Consideration Application is available at www.billhealyfoundation.org

c Any submission deadlines.

Oregon Grants - January 6th of each year; Hawaii Grants - June 1st of each year.

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

See attachment

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 attachment OR 97208				918,438.
Total ▶ **3a**				918,438.
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					
4 Dividends and interest from securities			14	998,586.	
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			14	94,369.	
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events			6		72,113.
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				1,092,955.	72,113.

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 1,165,068.

(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.)
9	Kona Brewfest - Community-wide program, open to the public providing awareness, support of, and for, environmental conservation programs and programs for the well being of children.

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1 c		X

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

2 a 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) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 10.7.14 Title: Director of Finance

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Lori J.M. Hesse	Hesse, CPA	9/29/14	X	P00331583

Firm's name ► THE MAXWELL HESSE GROUP — Firm's EIN ► 68-0536338

Firm's address ► 7929 SW 37TH AVE, SUITE B, PORTLAND OR 97219-3663 — Phone no (503) 227-2263

Form **4562**

Department of the Treasury
Internal Revenue Service (99)

Depreciation and Amortization
(Including Information on Listed Property)

► See separate instructions. ► Attach to your tax return.

OMB No 1545-0172

2013

Attachment Sequence No 179

Name(s) shown on return: The Bill Healy Foundation

Identifying number: 93-1208721

Business or activity to which this form relates: Form 990-PF page 1

Part I Election To Expense Certain Property Under Section 179

Note: *If you have any listed property, complete Part V before you complete Part I.*

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation. Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	5	

6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost

7	Listed property. Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the **smaller** of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014. Add lines 9 and 10, less line 12 ►	13	

Note: *Do not use Part II or Part III below for listed property Instead, use Part V*

Part II Special Depreciation Allowance and Other Depreciation (**Do not** include listed property.) (See instructions)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

Part III MACRS Depreciation (**Do not** include listed property.) (See instructions)

Section A

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	587.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ► ☐		

Section B – Assets Placed in Service During 2013 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only — see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19 a 3-year property						
b 5-year property						
c 7-year property		262.	7.0 yrs	HY	200 DB	37.
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	
				MM	S/L	

Section C – Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System

(a)	(b)	(c)	(d)	(e)	(f)	(g)
20 a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

Part IV Summary (See instructions.)

21	Listed property Enter amount from line 28	21	
22	**Total** Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations — see instructions	22	624.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V Listed Property (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)

Note: *For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete* **only** *24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.*

Section A — Depreciation and Other Information (Caution: *See the instructions for limits for passenger automobiles.*)

24 a Do you have evidence to support the business/investment use claimed? . . . . . . ☐ Yes ☐ No 24b If 'Yes,' is the evidence written? . . . ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use (see instructions) . . .						25		
26 Property used more than 50% in a qualified business use:								
27 Property used 50% or less in a qualified business use:								
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 . . .						28		
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 . . .							29	

Section B — Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other 'more than 5% owner,' or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle 1		(b) Vehicle 2		(c) Vehicle 3		(d) Vehicle 4		(e) Vehicle 5		(f) Vehicle 6	
30 Total business/investment miles driven during the year (**do not** include commuting miles) . . .												
31 Total commuting miles driven during the year . . .												
32 Total other personal (noncommuting) miles driven . . .												
33 Total miles driven during the year Add lines 30 through 32 . . .												
	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
34 Was the vehicle available for personal use during off-duty hours? . . .												
35 Was the vehicle used primarily by a more than 5% owner or related person? . . .												
36 Is another vehicle available for personal use? . . .												

Section C — Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **are not** more than 5% owners or related persons (see instructions).

	Yes	No
37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? . . .		
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners . . .		
39 Do you treat all use of vehicles by employees as personal use? . . .		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? . . .		
41 Do you meet the requirements concerning qualified automobile demonstration use? (See instructions) . . .		

Note: *If your answer to 37, 38, 39, 40, or 41 is 'Yes,' do not complete Section B for the covered vehicles*

Part VI Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2013 tax year (see instructions):					
43 Amortization of costs that began before your 2013 tax year . . .				43	
44 **Total.** Add amounts in column (f). See the instructions for where to report . . .				44	

Additional Information

Part XV, line 2d

Grants are awarded in Oregon and Hawaii with the occasional exception for California and Washington. The charitable fields of giving are the well being of children and environmental conservation.

Form 990-PF, Page 1, Part I, Line 11
Line 11 Stmt

Other income:	Rev/Exp Book	Net Inv Inc	Adj Net Inc
INTEREST INCOME ON LOANS	94,369.	94,369.	
SPECIAL EVENT REVENUE	214,621.		214,621.
Miscellaneous income	3,561.		
Total	312,551.	94,369.	214,621.

Form 990-PF, Page 1, Part I, Line 18
Line 18 Stmt

Taxes	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Payroll taxes	12,541.			12,541.
Excise tax and filing fees	10,427.	10,427.		
Total	22,968.	10,427.		12,541.

Form 990-PF, Page 1, Part I, Line 23
Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Board education	900.			900.
Insurance	5,969.			5,969.
Licenses	50.			50.
Computer expense	167.	84.		83.
Auto expense	475.			475.
Manini Beach expense	50,053.			50,053.
Medical insurance	28,572.			28,572.
Dues & subscriptions	2,375.			2,375.
Board meetings	3,104.			3,104.
Office expense	1,683.	842.		841.
Parking	2,533.	1,267.		1,266.
Postage & shipping	834.	417.		417.
Website	315.			315.
Telephone	2,356.	1,178.		1,178.
Special Event expenses	142,508.		142,508.	
Total	241,894.	3,788.	142,508.	95,598.

Form 990-PF, Page 6, Part VIII, Line 1
Information about Officers, Directors, Trustees, Etc.

(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
Person . . [X] Business . [ ] Kathleen Healy P.O. Box 4525 Portland OR 97208	Director 0.00	0.	0.	0.

Form 990-PF, Page 6, Part VIII, Line 1 Continued
Information about Officers, Directors, Trustees, Etc.

(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
Person . . [X] Business . [ ] Laney Patrick P.O. Box 4525 Portland OR 97208	Director 0.00	0.	0.	0.
Person . . [X] Business . [ ] Marc Cramer P.O. Box 4525 Portland OR 97208	Director 25.00	56,000.	0.	0.
Person . . [X] Business . [ ] Susan Snow P.O. Box 4525 Portland OR 97208	Director 0.00	0.	0.	0.
Person . . [X] Business . [ ] Tim Healy P.O. Box 4525 Portland OR 97208	Director 0.00	0.	0.	0.
Total		56,000.	0.	0.

Form 990-PF, Line 19
Allocated Depreciation

Description	Date Acquire	Cost or Basis	Prior Yr. Depr	Mthd	Life	Current Depr	Net Invest Income	Adjusted Net Income
Land	01/01/00	261165	0	n/a	0.00	0		
Office Equipment	01/01/02	6502	6502	200DB	7.00	0		
Dell Computer	07/06/05	989	989	200DB	5.00	0		
Computer Equipment	06/30/07	4666	4666	200DB	5.00	0		
Bldg Improvements	06/30/07	8478	1203	SL	39.00	217		
Furniture	08/29/08	202	156	200DB	7.00	18		
Computer equipment additions 2010	07/01/10	1131	805	200DB	5.00	130		
Apple HD Monitor	07/31/12	405	81	200DB	5.00	130		
Lenovo Laptop	08/02/12	289	58	200DB	5.00	92		
Office electrical Renovations	07/18/13	262		200DB	7.00	37		

Total

Form 990-PF, Page 2, Part II, Line 15
Other Assets Stmt

Line 15 - Other Assets:	Beginning Year Book Value	End of Year Book Value	End of Year Fair Market Value
Prepayments	2,475.	6,578.	6,578.
Total	2,475.	6,578.	6,578.

Form 990-PF, Page 2, Part II, Line 22
Other Liab Stmt

Line 22 - Other Liabilities:	Beginning Year Book Value	Ending Year Book Value
Due to Cedar Holdings, LLC	3,800.	3,845.
Total	3,800.	3,845.

Bill Healy Foundation
TIN 93-1208721
12/31/2013

Securities Investments
Form 990PF, Part II, Lines 10b, 10c, and 13 Columns (b) and (c)

Description	Book Value	FMV
Corporate Equities - Mutual Funds		
CALVERT EQUITY PORTFOLIO - A	$6,960,661	$6,960,661
CALVERT SMALL CAP FUND - A	1,106,455	1,106,455
CALVERT INTL EQUITY FUND - A	1,492,601	1,492,601
AMERICAN EUROPACIFIC GRTH-A	648,682	648,682
FUNDAMENTAL INVESTORS-A	3,637,870	3,637,870
AMERICAN SMALLCAP WORLD FD-A	2,149,376	2,149,376
AMERICAN WASH MUT INV-A	3,784,001	3,784,001
Total Equities (line 10b)	$19,779,646	$19,779,646
Corporate Bonds		
AMERICAN EXPRESS CO	$517,273	$517,273
Citigroup Capital XIII	1,239,875	1,239,875
COMCAST CORP	711,185	711,185
FEDEX CORP	381,361	381,361
JP Morgan Chase	531,890	531,890
MORGAN STANLEY	1,474,877	1,474,877
Wells Fargo	257,200	257,200
XEROX CORPORATION	259,335	259,335
Total Corporate Bonds (line 10c)	$5,372,996	$5,372,996
Commercial Paper		
CP Ford Motor Credit	$1,493,495	$1,493,495
CP Piper Jaffray	999,866	999,866
Total Other Investments (line 13)	$2,493,361	$2,493,361

Valuation Method.

The book values of the above investments are reported at: FMV at end of year

FORM 990-PF, PART XV, LINE 3a
RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Barbara Leppe Scholarship				
Columbia Basin College 2600 North Avenue Pasco, WA 99301	None		Scholarship	4,206
University of Oregon PO Box 3237 Eugene, OR 97403	None		Scholarship	3,333
Oregon State University PO Box 1086 Corvallis, OR 97339-1086	None		Scholarship	3,333
George Fox University 414 N. Meridian, Box 6129 Newberg, OR 97132	None		Scholarship	2,500
University of Colorado Colorado Springs Financial Aide/Scholarship Services 1420 Austin Bluff Parkway Colorado Springs, CO 80948	None		Scholarship	2,500
Oregon Institute of Technology Ms. Keeley Abbott 3201 Campus Drive Klamath Falls, OR 97601	None		Scholarship	1,667
Oregon State University - Cascades Ms. Jane Reynolds 2600 NW College Way Bend, OR 97701	None		Scholarship	1,667
Blue Mountain Community College Ms. Christina Sweek 975 SE Columbia Drive Hermiston, OR 97838	None		Scholarship	1,667
Southern Oregon University Ms. Debbie Beck 1250 Siskiyou Blvd. Asland, OR 97520	None		Scholarship	1,667
			Barbara Leppe Scholarship	**22,539**

FORM 990-PF, PART XV, LINE 3a
RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Hawaii Grants				
FoodCorps 281 Park Avenue South New York, NY 10010	None		Children	20,000
The Nature Conservancy The Nature Conservancy of Hawaii 923 Nu'uana Street Honolulu, HI 96817	None		Environment	20,000
Habitat for Humanity International Honolulu Habitat for Humanity Maile Alau 1136 Union Mall, Suite 510 Kialua-Kona, HI 96745	None		Children/Environment	36,000
Kipahulu Ohana PO Box 454 Hana, HI 96713	None		Environment	10,000
Hale Kipa 615 Pi'ikoi Street, Suite 203 Honolulu, HI 96814	None		Environment	10,000
Sustainable Molokai PO Box 250 Kaunakakai, HI 96748	None		Environment	15,000
Friends of the Future PO Box 2655 Kamuela, HI 96743	None		Environment	20,500
Malama Kaua'i PO Box 1414 Kilauea, HI 96754	None		Environment	20,000
PATH PO Box 62 Kailua-Kona, HI 96745	None		Children/Environment	7,308
Kids of Kona 81-1041 Konawaena School Road Kealakekua, HI 96750	None		Children	5,000
Ma Ka Hana Ka 'Ike PO Box 968 Hana, HI 96713	None		Children	50,000
Surfrider PO Box 6010 San Clemente, CA 92674	None		Children/Environment	30,000

FORM 990-PF, PART XV, LINE 3a
RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
National Tropical Botanical Garden 3530 Paplina Road Kalaheo, HI 96741	None		Environment	20,000
Deep & Beyond 75-5851 Kuakini Hwy. #49 Kailua-Kona, HI 96740	None		Environment	8,000
			Total Hawaii Grants	**271,808**

Oregon Grants

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
1000 Friends of Oregon 133 SW 2nd Avenue, Suite 201 Portland, OR 97204	None		Children	20,000
Children's Health Foundation 5901 SW Macadam Avenue, Suite 220 Portland, OR 97239	None		Children	5,000
CASA - Voices of Children 129 NW 4th Street, #B Corvallis, OR 97330	None		Children	5,000
CASA of Linn County 1005 Hill Street, SE Albany, OR 97322	None		Children	5,000
Parent Enhancement Program 421 NW 4th Street, Ste A Corvallis, OR 97330	None		Children	10,000
Children's Advocacy Center of Lincoln Cty 122 NE 47th Street Newport, OR 97365	None		Children	25,000
Deschutes County Healthy Beginnings 1029 NW 14th Street, Suite 102 Bend, OR 97701	None		Children	21,000
Family Access Network Foundation (FAN) 2125 NE Daggett Lane Bend, OR 97701	None		Children	7,500
A Home Within 2255 Van Ness Avenue, Suite 101 San Francisco, CA 97109	None		Children	5,000
JOIN 1435 NE 81st Avenue, Suite 100 Portland, OR 97213	None		Children	25,000

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RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Portland Fruit Tree Project 1912 NE Killingsworth Street Portland, OR 97211	None		Environment	19,500
Friends of Creston Children's Dent Clinic 4701 SE Bush Street Portland, OR 97206	None		Children	10,000
CASA Oregon Coast Community Action Coos Bay, OR 97420 PO Box 899	None		Children	5,000
Eastern Oregon Regional Arts Council ArtsEast 6th Street & "L" Avenue La Grande, OR 97850	None		Children	5,000
Virginia Garcia Mem. Fndtn & Health Ctr 328 West Main Street Hillsboro, OR 97123	None		Children	15,000
Foundation for a Better Oregon Chalkboard Project 221 NW 2nd Avenue, Suite 203 Portland, OR 97209-3982	None		Children	25,000
Crag Law Center 917 SW Oak Street, Suite 417 Portland, OR 97205	None		Children	10,000
The Freshwater Trust Portland, OR 97204 65 SW Yamhill Street, Suite 200	None		Environment	25,000
Human Solutions 12350 SE Powell Portland, OR 97236	None		Children	10,000
Food/Waves 2870 SE Roswell Street Milwaukie, OR 97222	None		Children	7,500
Schoolhouse Supplies 2735 NE 82nd Portland, OR 97220	None		Children	20,000
Friendly House 2617 NW Savier Street Portland, OR 97210	None		Children	15,000
The Wallace Medical Concern 124 NE 181st Avenue, Suite 103 Portland, OR 97230	None		Children	7,000

FORM 990-PF, PART XV, LINE 3a
RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Grandma's House of Central Oregon PO Box 6372 Bend, OR 97708	None		Children	23,525
CASA - Douglas County 1000 SE Stephens Street Roseburg, OR 97470	None		Children	5,000
Sweet Home Pregancy Care Center PO Box 5 Sweet Home, OR 97386	None		Children	2,941
Bandon School District 54 455 Ninth Street SW Bandon, OR 97411	None		Children	3,796
Jericho Road PO Box 1689 Bend, OR 97756	None		Children	15,800
Douglas County Children's Center 256 SE Stephens Street Roseburg, OR 97470	None		Children	10,000
BRING Recycling 4446 Franklin Blvd. Eugene, OR 97403	None		Environment	15,000
Santiam Hearts to Arts PO Box 172 Mill City, OR 97360	None		Children	2,000
Klammath Lake Child Abuse Services 2220 Eldorado Avenue Klammath Falls, OR 97601	None		Children	5,000
Chemeketa Non-Profit Housing 1011 Commercial Street NE Salem, OR 97301	None		Children	5,000
A Family For Every Child 1675 W 11th Avenue Eugene, OR 97402	None		Children	50,000
I Have A Dream Oregon Foundation 2916 NE Alberta Street, Suite D Portland, OR 97211	None		Children	40,000
			Total Oregon Grants	**480,562**

FORM 990-PF, PART XV, LINE 3a
RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Flex Fund Grants				
Seattle Children's Hospital Seattle, WA 98145-5005 M/S S-200 PO Box 5371	None		Children	1,000
Boston University School of Public Health Mr. Scott Harrison, Financial Aid 715 Albany Street, Talbot Bldg. Boston, MA 02118	None		Scholarship	2,500
Hawaii Community Foundation Honolulu, HI 96813 827 Fort Street Mall	None		Environment	10,000
Conservation International Attn. Kim Gifford Packard 2011 Crystal Drive, Suite 500 Arlington, VA 22202	None		Environment	2,650
Conservation International Attn. Kim Gifford Packard 2011 Crystal Drive, Suite 500 Arlington, VA 22202	None		Environment	20,000
Wings of Karen PO Box 288 Maple Valley, WA 98038	None		Children	20,000
Sanibel Sea School PO Box 1229 Sanibel, FL 33967	None		Children	20,000
			Total Flex Funds Grants	**76,150**
Kona Brewfest 2013 Grant Recipients				
ACF CDC Scholarship Fund PO Box 1268935 Kailua-Kona, HI 96745	None		Children	4,660
Aloha Performing Arts Co. P.O. Box 794 Kealakekua, Hawaii 96750	None		Children	3,000
Honaunau Elementary School Honaunau, HI	None		Children	5,000
Hualalai Academy 74-4966 Kealakaa St Kailua-Kona, HI 96745	None		Children	7,000

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RECIPIENT PAID DURING THE YEAR

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	
Kealakehe Project Grad PO Box 4062 Kailua-Kona, HI 96745	None		Children	4,750
Na Iwi Ola Kai Foundation Kailua-Kona, HI 96740	None		Children	4,000
Kona Pacific PCS (Kona Pacific Inst.) P.O. Box 115 Kealakekua, HI 96750	None		Children	6,000
Society for Kona Education & Arts (SKEA) PO Box 256 Honaunau, HI 96726	None		Children/Environment	6,000
Ahuena Heiau 75-5660 Palani Road Kailua-Kona, HI 96745	None		Children	2,969
The Explorations Foundation 73-4460 Queen Ka'ahumanu Highway, #105 Kailua-Kona, HI 96740	None		Environment	4,000
Friends of NELHA 73-4460 Queen Kaahumanu Hwy #125 Kailua-Kona, HI 96740	None		Environment	6,000
Innovations Public Charter School Kailua-Kona, HI 96740	None		Children	7,000
Donkey Mill Art Center 75-5744 Alii Drive Kailua-Kona, HI 96740	None		Children	7,000
			Total Brewfest Grants	**67,379**
			Total All	**918,438**