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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation CHILES FOUNDATION		A Employer identification number 93-6031125
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) (503) 222-2143
111 S.W. FIFTH AVENUE	4050	
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, OR 97204		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply	Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/>	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 3,066,771.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		22,036.	22,036.		
4 Dividends and interest from securities		39,702.	39,702.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		595,828.			
b Gross sales price for all assets on line 6a 6,749,469.					
7 Capital gain net income (from Part IV, line 2)			595,828.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		657,566.	657,566.		
13 Compensation of officers, directors, trustees, etc.		186,205.	104,275.		81,930.
14 Other employee salaries and wages		88,317.	49,457.		38,859.
15 Pension plans, employee benefits		82,112.	18,886.		63,226.
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		15,050.	4,214.		10,836.
c Other professional fees (attach schedule)		33,405.	33,405.		
17 Interest		33.			
18 Taxes (attach schedule) (see instructions)		22,436.	18,739.		
19 Depreciation (attach schedule) and depletion		4,578.	1,053.		
20 Occupancy		44,336.	10,197.		34,139.
21 Travel, conferences, and meetings		33,616.	11,766.		21,851.
22 Printing and publications					
23 Other expenses (attach schedule)		83,277.	12,697.		70,582.
24 Total operating and administrative expenses. Add lines 13 through 23		593,365.	264,689.		321,423.
25 Contributions, gifts, grants paid		592,576.			626,300.
26 Total expenses and disbursements. Add lines 24 and 25		1,185,941.	264,689.	0	947,723.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-528,375.			
b Net investment income (if negative, enter -0-)			392,877.		
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	500.	500.	500.
	2 Savings and temporary cash investments	488,205.	224,453.	224,453.
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶	9,478.		
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	20,425.	30,596.	30,596.
	10 a Investments - U S and state government obligations (attach schedule) . .			
	b Investments - corporate stock (attach schedule) ATCH 4	2,949,115.	2,759,647.	2,759,647.
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶	346,131. 294,556.	51,575.	51,575.
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) ATCH 5			
	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)	3,523,876.	3,066,771.	3,066,771.
Liabilities	17 Accounts payable and accrued expenses	3,708.	678.	
	18 Grants payable	4,171,428.	4,095,441.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons . .			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	4,175,136.	4,096,119.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	-1,026,088.	-1,404,176.	
	25 Temporarily restricted	374,828.	374,828.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, . . . ▶ <input type="checkbox"/> check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds . .			
	30 Total net assets or fund balances (see instructions)	-651,260.	-1,029,348.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,523,876.	3,066,771.	

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	-651,260.
2 Enter amount from Part I, line 27a	2	-528,375.
3 Other increases not included in line 2 (itemize) ▶ ATCH 6	3	150,287.
4 Add lines 1, 2, and 3	4	-1,029,348.
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	-1,029,348.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	595,828.	
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	0	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,106,171.	3,815,331.	0.289928
2011	1,052,374.	4,752,864.	0.221419
2010	1,256,429.	5,465,985.	0.229863
2009	1,159,199.	5,902,257.	0.196399
2008	1,329,069.	9,083,590.	0.146315
2 Total of line 1, column (d)			2 1.083924
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 0.216785
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 3,161,254.
5 Multiply line 4 by line 3			5 685,312.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,929.
7 Add lines 5 and 6			7 689,241.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions			8 947,723.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	3,929.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	3,929.
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	3,929.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	5,000.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	80.	
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	991.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 991. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		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 checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____		
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		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		X
4a 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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> OR, _____ b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation.	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address WWW.CHILESFOUNDATION.ORG				
14	The books are in care of KRISTI RICHARDS Telephone no 503-222-2143			
Located at 111 S.W. FIFTH AVENUE, SUITE 4050 PORTLAND, OR ZIP+4 97204				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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	Yes	No
				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
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶		
3a	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)	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐Organizations relying on a current notice regarding disaster assistance check here ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
ATCH 7		186,205.	30,710.	0

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 NOT APPLICABLE	
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 NOT APPLICABLE	
2	
All other program-related investments. See instructions.	
3 NONE	
Total. Add lines 1 through 3 ▶	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,095,862.
b	Average of monthly cash balances	1b	31,362.
c	Fair market value of all other assets (see instructions)	1c	82,171.
d	Total (add lines 1a, b, and c)	1d	3,209,395.
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	3,209,395.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	48,141.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	3,161,254.
6	Minimum investment return. Enter 5% of line 5	6	158,063.

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	158,063.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	3,929.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	3,929.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	154,134.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	154,134.
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	154,134.

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	947,723.
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	947,723.
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	3,929.
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	943,794.

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				154,134.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11 , 20 10 , 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008 874,889.				
b From 2009 864,086.				
c From 2010 989,734.				
d From 2011 816,833.				
e From 2012 922,482.				
f Total of lines 3a through e	4,468,024.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 947,723.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				154,134.
e Remaining amount distributed out of corpus	793,589.			
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	5,261,613.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
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)	874,889.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	4,386,724.			
10 Analysis of line 9				
a Excess from 2009 864,086.				
b Excess from 2010 989,734.				
c Excess from 2011 816,833.				
d Excess from 2012 922,482.				
e Excess from 2013 793,589.				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

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

[illegible]

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 address of the person to whom applications should be addressed

ATCH 8

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

ATTACHMENT 8

c Any submission deadlines

ATTACHMENT 8

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

ATTACHMENT 8

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient		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
Name and address (home or business)					
a Paid during the year ATTACHMENT 9					626,300.
Total ▶ 3a					626,300.
b Approved for future payment ATTACHMENT 10					4,173,200.
Total ▶ 3b					4,173,200.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	22,036.	
4 Dividends and interest from securities			14	39,724.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property .					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	595,806.	
9 Net income or (loss) from special events					
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)				657,566.	
13 Total. Add line 12, columns (b), (d), and (e)				13	657,566.

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	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		

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

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

Signature of officer or trustee

6-16-14
Date

▶ asst. secretary

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
JOSEPH D. OLSON

Preparer's signature

Date
06/12/2014

Check <input type="checkbox"/> if self-employed	PTIN P01486440
---	-------------------

Firm's name **PRICEWATERHOUSECOOPERS LLP**

Firm's address ▶ 805 SW BROADWAY, SUITE 800
PORTLAND, OR

97205

Firm's EIN ► 13-4008324

Phone no 971-544-4000

Form **990-PF** (2013)

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
4,179,454.		STATE STREET/MONARCH SHORT TERM PROPERTY TYPE: SECURITIES 3,748,049.				P	VAR 431,405.	VAR
513,493.		STATE STREET/MONARCH LONG TERM PROPERTY TYPE: SECURITIES 386,449.				P	VAR 127,044.	VAR
35,869.		UBS SHORT TERM PROPERTY TYPE: SECURITIES 33,718.				P	VAR 2,151.	VAR
129,223.		UBS LONG TERM PROPERTY TYPE: SECURITIES 104,391.				P	VAR 24,832.	VAR
1,735,868.		ATLAS SHORT TERM PROPERTY TYPE: SECURITIES 1,718,378.				P	VAR 17,490.	VAR
155,562.		ATLAS LONG TERM PROPERTY TYPE: SECURITIES 162,656.				P	VAR -7,094.	VAR
TOTAL GAIN(LOSS)							<u>595,828.</u>	

ATTACHMENT 1

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
PRICEWATERHOUSECOOPERS, LLP	15,050.	4,214.		10,836.
TOTALS	<u>15,050.</u>	<u>4,214.</u>		<u>10,836.</u>

ATTACHMENT 2FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
FEDERAL TAXES	3,562.	
STATE TAXES	135.	
INVESTMENT TAXES	18,739.	18,739.
TOTALS	<u>22,436.</u>	<u>18,739.</u>

ATTACHMENT 3FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OFFICE SUPPLIES	12,882.	2,963.	9,919.
TELEPHONE AND POSTAGE	9,185.	2,113.	7,072.
DUES AND SUBSCRIPTIONS	3,434.	2,404.	1,030.
REPAIRS AND MAINTENANCE	9,212.	2,119.	7,093.
INSURANCE	10,146.		10,146.
AUTO AND PARKING	12,840.	2,953.	9,887.
MISCELLANEOUS OTHER EXPENSES	25,578.	145.	25,435.
TOTALS	<u>83,277.</u>	<u>12,697.</u>	<u>70,582.</u>

FORM 990PF, PART II - INVESTMENTS - CORPORATE STOCK

	Book Value/FMV
Total Equities - Common Stock	
Atlas One	74,562
Monarch	2,096,353
	-
Total Equities	<u>2,170,915</u>
Total Convertible Stock	
Atlas One	-
Monarch	-
	-
Total Mutual Funds	<u>-</u>
Total Mutual Funds	
Atlas One	115,036
Monarch	-
	-
Total Mutual Funds	<u>115,036</u>
Total Fixed Income	
Atlas One	473,645
Monarch	-
	-
Total Fixed Income	<u>473,645</u>
	<u>2,759,596</u>

1) Monarch Financial Management
2) Atlas One Financial Group, LLC

ATTACHMENT 4.1
ATTACHMENT 4.2

FORM 990PF, PART II - INVESTMENTS - CORPORATE STOCK
MONARCH FINANCIAL MANAGEMENT

Security	Symbol	No of Shares	Price at 12/31/2013	Total value 12/31/2013
<u>Cash and Cash Equivalents</u>				
Cash	N/A	N/A		79,775
Dividend Accrual	N/A	N/A		1,742
				<u>81,517</u>
<u>Common Stock</u>				
Acadia Healthcare Co Inc	ACHC	445 00	47 33	21,062
Allete Inc	ALE	541 00	49 88	26,985
American Capital LTD	ACAS	3,000 00	15 64	46,920
Arris Group Inc	ARRS	1,441 00	24 37	35,110
Axis Capital Holdings LTD	AXS	785 00	47 55	37,327
Azz Inc	AZZ	919 00	48 86	44,902
Bank United Inc	BKU	1,017 00	32 92	33,480
Berkley W R Corp Com	WRB	699 00	43 39	30,330
Bloomin Brands Inc	BLMN	1,776 00	24 01	42,642
Chicago Bridge & Iron NY	CBI	528 00	83 14	43,898
Cleco Corp New Com	CNL	711 00	46 62	33,147
CMS Energy Corp Com	CMS	1,138 00	26 77	30,464
Crane Co	CR	399 00	67 25	26,833
Deckers Outdoor Corp	DECK	128 00	84 46	10,811
Dresser-Rand Group Inc	DRC	325 00	59 63	19,380
Eagle Materials Inc	EXP	606 00	77 43	46,923
Eart West Bancorp Inc Com	EWBC	606 00	34 97	21,192
First Niagara Finl Group Inc	FNFG	2,035 00	10 62	21,612
Foot Locker Inc	FL	1,127 00	41 44	46,703
Genesee + WYO Inc	GWR	453 00	96 05	43,511
Geo Group Inc	GEO	610 00	32 22	19,654
Gramercy Property Trust Inc	GPT	3,964 00	5 75	22,793
Graphic Packaging Holding Co	GPK	2,600 00	9 60	24,960
Gulfport Energy Corp	GPOR	468 00	63 13	29,545
Hanesbrand Inc	HBI	359 00	70 27	25,227
Hcc Ins Hldgs Inc	HCC	673 00	46 14	31,052
Healthsouth Corp	HLS	851 00	33 32	28,355
Heartware International Inc	HTWR	341 00	93 90	32,020
Hilltop Holdings Inc	HTH	1,379 00	23 13	31,896
Home Loan serving Solution	HLSS	948 00	22 97	21,776
Hornbeck Offshore Services Inc	HOS	300 00	49 23	14,769
Howard Hughes Corp	HHC	429 00	120 10	51,523
Igate Corp	IGTE	796 00	40 16	31,967
ITT Corporation	ITT	1,049 00	43 32	45,547
J&J Snack Foods Corp	JJSF	347 00	88 59	30,741
Jones Group Inc	JNY	1,279 00	14 96	19,134
Kirby Corp	KEX	228 00	99 25	22,629
Lazard LTD - CL A	LAZ	932 00	45 32	42,238
Manhattan Associates Inc	MANH	300 00	117 48	35,244
Medassets Inc	MDAS	1,483 00	19 83	29,408
Micros Systems Inc	MCRS	379 00	57 37	21,743
Mrc Global Inc	MRC	680 00	32 26	21,937
Mueller Industries Inc	MLI	349 00	63 01	21,990
Ocwen Financial Corp	OCN	352 00	55 45	19,518
On Semiconductor Corp	ONNN	3,361 00	8 24	27,695
Pacwest Bancorp	PACW	1,306 00	42 22	55,139
PDC Energy Inc	PDCE	300 00	53 22	15,966
PHH Corp	PHH	800 00	24 35	19,480
PVH Corp.	PVH	171 00	136 02	23,259
Quanta Services Inc	PWR	977 00	31 56	30,834
Signature Bank	SBNY	300 00	107 42	32,226
Skechers USA Inc (CL A)	SKX	737 00	33 13	24,417
Skyworks solutions Inc	SWKS	700 00	28 56	19,992
Snap On Inc	SNA	202 00	109 52	22,123
Spectrum Brands Holdings Inc	SPB	610 00	70 55	43,036

FORM 990PF, PART II - INVESTMENTS - CORPORATE STOCK**MONARCH FINANCIAL MANAGEMENT**

Security	Symbol	No of Shares	Price at 12/31/2013	Total value 12/31/2013
SS&C Technologies Holdings	SSNC	1,011 00	44 26	44,747
Stag Industrial Inc	STAG	904 00	20 39	18,433
Starwood Property Trust Inc	STWD	1,193 00	27 70	33,046
Teleflex Incorporated	TFX	400 00	93 86	37,544
Tesoro Corp	TSO	369 00	58 50	21,587
Texas Capital Bancshares Inc	TCBI	487 00	62 20	30,291
Tronox LTD	TROX	1,700 00	23 07	39,219
TRW Automotive Holdings Corp	TRW	581 00	74 39	43,221
Two Harbors Investment Corp	TWO	2,300 00	9 28	21,344
Umpqua Holdings Corp	UMPQ	1,816 00	19 14	34,758
United Rentals Inc	URI	503 00	77 95	39,209
Verifone Holdings Inc	PAY	896 00	26 82	24,031
Wabco Holdings Inc	WBC	306 00	93 41	28,583
Wausau Paper Corp	WPP	2,151 00	12 68	27,275
Total per detail		<u>63,856</u>		<u>2,096,353</u>

FORM 990PF, PART II - INVESTMENTS - CORPORATE STOCK

ATLAS ONE FINANCIAL GROUP, LLC

Investment Name	CUSIP / Symbol	Trade Date	No of Shares	Per Unit Market at 12/31/13	Total Market at 12/31/13
<u>Cash and Cash Equivalents</u>					
Money Market- Capital Assets Funds			N/A		125,218
					<u>125,218</u>
<u>Fixed Income (Corporate Bonds)</u>					
Alcoa Inc			500	106 544	53,272
Best Buy Inc			250	100 748	25,187
Hewlett-Packard			500	98 298	49,149
Goldman Sachs Group Inc			1,000	107 092	107,092
Suntrust Bks Inc			320	113 250	36,240
USD Telefonica			500		56,366
USD Isreal Electric			500		55,562
USD Lloyds TSB Bank			500		57,323
Zurich Reins Centre Holdings Inc			300	111 513	33,454
					<u>473,645</u>
<u>Common Stocks</u>					
Apple Inc	APPL	VAR	50	561 020	28,051
iShares Trust Dow Jones US Technology Ind	IYW	VAR	100	88 440	8,844
iShares Trust Dow Jones US Consumer Services	IYC	VAR	100	121 390	12,139
iShares Trust Dow Jones US Consumer Goods	IYK	VAR	85	95 719	8,136
iShares Trust Dow Jones US Industrial Sector	IYJ	VAR	100	101 380	10,138
iShares Trust Dow Jones US Real Estate Index	IYR	VAR	115	63 080	7,254
					<u>74,562</u>
<u>Mutual Funds</u>					
iShares MCSI Malaysia Free			500	15 820	7,910
iShares MCSI Mexico			125	68 000	8,500
iShares Cohen & Steers			103	74 718	7,696
iShares North American			100	89 580	8,958
iShares TR S&P			120	82 067	9,848
iShares Transportation			80	131 900	10,552
Proshares TR			1,000	29 660	29,660
Ipath S&P 500 VIX			750	42 549	31,912
					<u>115,036</u>
Total per detail					<u><u>788,461</u></u>

FORM 990PF, PART II - INVESTMENTS - LAND, BUILDINGS, & EQUIPMENT

	Balance			Balance
	12/31/12	Additions	Deletions	12/31/13
Equipment	265,240	-	-	265,240
Library & Art	43,902	-	-	43,902
Automobiles	-	-	-	-
Leasehold Improvements	36,989	-	-	36,989
Total	346,131	-	-	346,131
				-
				-
Accumulated Depreciation	(256,702)	(4,578)		(261,280)
Accumulated Amortization	(33,276)	-	-	(33,276)
Total	(289,978)	(4,578)	-	(294,556)
				-
Net Land, Buildings & Equipment	56,153	(4,578)	-	51,575

ATTACHMENT 6FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
BOOK ADJUSTMENT TO MARK TO MARKET ACCTG	150,287.
TOTAL	<u>150,287.</u>

CHILES FOUNDATION

93-6031125

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 7

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>
EARLE M. CHILES 111 S.W. FIFTH AVENUE, SUITE 4050 PORTLAND, OR 97204	PRESIDENT/TRUSTEE 40.00	65,455.	9,818.
PEDRO GARCIA 111 S.W. FIFTH AVENUE, SUITE 4050 PORTLAND, OR 97204	TRUSTEE 20.00	38,750.	6,290.
KRISTI RICHARDS 111 S.W. FIFTH AVENUE, SUITE 4050 PORTLAND, OR 97204	ASSISTANT SECRETARY 40.00	82,000.	14,602.
J. KENNETH MENGES, JR. AKIN, GUMP, STRAUSS, HAUER, FELD, LLP 1700 PACIFIC AVENUE, SUITE 4100 DALLAS, TX 75201-4618	SECRETARY/TRUSTEE 5.00	0	0
GRAND TOTALS		<u>186,205.</u>	<u>30,710.</u>

CHILES FOUNDATION
93-6031125
For the Year Ended December 31, 2013

Form 990PF - Part XV, Line 2

Requests for grants should be mailed to the Chiles Foundation, 111 SW Fifth Avenue, Suite 4050, Portland, Oregon 97204, (503) 222-2143 between July 1st and July 15th each year. The trustees meet during the year for the purpose of making awards.

The Foundation's principal purposes are to assist and supports education and medical advancement.

Applicants generally must be non-profit, publicly supported organizations with 501(c)(3) exemptions. Grants are made primarily within the State of Oregon and the Pacific Northwest; however, the Foundation is not restricted territorially in its grant making.

The Foundation prefers intital contact be made with the Foundation's offices to obtain an application form and review the substance of the proposed request prior to filing a formal application

CHILES FOUNDATION
93-6031125
SCHEDULE OF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
For the Year Ended December 31, 2013

<u>Foundation</u>	<u>Status</u>	<u>Organization Name:</u>	<u>Grant Paid</u>
GRANTS:			
<u>Cultural:</u>			
PC		Dallas Theater Center Address: 2400 Flora St, Dallas, TX 75201 Support for 2013 CenterStage Gala	10,000
PC		High Desert Museum Address: 59800 South Highway 97, Bend, OR 97702 Support for the 2012 EAC Award	50,000
		Support for the 2013 EAC Award	25,000
		Support for membership development in 2013	500
PC		Museum of Fine Arts, Boston Address: 465 Huntington Ave, Boston, MA 02115 Patron membership support for the 2012-2013 fiscal year	3,000
Subtotal:			88,500
<u>Education:</u>			
PC		F.C. Portland Academy Address: 21255 NW Jacobson Rd, Hillsboro, OR 97124 Support for Scholarship and Sponsorship Programs for Hispanic players	20,000
PC		Ludwig-Maximilians University - Munich Address: Marchioninstrasse 15, 81377 Munchen, Germany For an award to recognize a researcher in 2013 for outstanding achievement in the field of cancer research	30,000
		Additional support for the 2013 Heberer Award	18,000
		To support 2012-2013 continuing clinical and experimental research	50,000
PC		Menlo College Address: 100 El Camino Real, Atherton, CA 94027 Support of the 2013 Alumni Reception	2,000
PC		Stanford University Address: Frances C. Arrillaga Alumni Center, 326 Galvez St, Stanford, CA 93305 Support for the Chiles Athletic Scholar in the 2012/2013 Academic year	55,500
		Support for the Chiles Fellowships in the Graduate school of business in the 2012/2013 Academic year	100,000
		Unrestricted use	15,800
		Support for the Jazz Studies Program in the 2012/2013 academic year	6,000
PC		University of Oregon, Eugene, Oregon Address: 1585 E. 13th Ave, Eugene, OR 97403 Support for the Lundquist College of Business in remodeling and upgrading the Earle A. Chiles Business Center	75,000
PC		University of Portland Address: 500 N. Willamette Blvd, Portland, OR 97203 Support for the 2013 University of Portland Board of Regents Retreat	43,000
		Sponsorship of Fr. Beauchamp's participation in the 2013 President's Invitational	2,500
		Support the 50th Anniversary Celebration in Salzburg	6,000

CHILES FOUNDATION
93-6031125
SCHEDULE OF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
For the Year Ended December 31, 2013

<u>Foundation</u>	<u>Status</u>	<u>Organization Name:</u>	<u>Grant Paid</u>
	PC	University of Zurich	
		Address: Ramistrasse 100, CH-8091 Zurich, Switzerland	
		Support for course in Advanced Clinical Trial Management	4,000
		Support for the 2013 SITC Conference in Washington DC	3,000
		Subtotal:	<u>430,800</u>

CHILES FOUNDATION
93-6031125
SCHEDULE OF GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR
For the Year Ended December 31, 2013

<u>Foundation</u>	<u>Status</u>	<u>Organization Name:</u>	<u>Grant Paid</u>
		<u>Medical & Medical Advancement</u>	
	PC	Providence Portland Medical Foundation	
		Address: 4805 NE Glisan St, Portland, OR 97213	
		Support for the 2013 Providence Festival of Trees	37,500
		Support for a Research Scientist in the Laboratory of Molecular and Tumor Immunology	25,000
		Support for the 2013 Heberer Award	19,000
	PC	Providence St. Vincent Medical Foundation	
		Address: 9205 SW Barnes Rd, Portland, OR 97225	
		Support for the flowers for the hospital chapel in 2013	3,000
		Support for the Play Smart Youth Cardiac Screening Program	5,000
		Subtotal:	89,500
		<u>Other</u>	
	PC	Archdiocese of Portland in Oregon, Portland, Oregon	
		Address: 2838 E. Burnside St., Portland, OR 97214	
		Support for the 2013 Archbishop's Catholic Appeal	1,000
	PC	Fußball Förderverein-Murnau e.V.	
		Address: Am Schlageis 3, 82418 Murnau am Staffelsee, Germany	
		Support for Murnau Soccer 2013	2,000
	PC	Oregon Community Foundation	
		Address: 1221 SW Yamhill St. #100, Portland, OR 97205	
		Support for the 2013 Administrative Fund	1,000
	PC	Priests of Holy Cross in Oregon	
		Address: 5000 N. Willamette Blvd., Portland, OR 97203	
		For 2013 Easter Flowers for the Holy Cross Chapel	500
		Support for 2013 Christmas Flowers for Holy Cross Chapel	500
		Support for update of Holy Cross Apartment	6,000
	PC	St. Mary's Cathedral	
		Address: 1716 NW Davis St, Portland, OR 97209	
		Support for 2013 Easter decorations for the Chapel	2,000
		Support for 2013 Christmas decorations for the Chapel	2,000
	PC	St. Michael's The Archangel Church	
		Address: 9205 SW Barnes Rd, Portland, OR 97225	
		Support for the Parish	2,500
		Subtotal:	17,500
		Total Grants	\$ 626,300
		Total Contributions and Grants	\$ 626,300

CHILES FOUNDATION
93-6031125
SCHEDULE OF GRANTS APPROVED FOR FUTURE PAYMENT
For the Year Ended December 31, 2013

<u>Foundation</u>	<u>Status</u>	<u>Organization Name:</u>	<u>Grants</u> <u>Approved</u>
		<u>Cultural:</u>	
PC		High Desert Museum Address: 59800 South Highway 97, Bend, OR 97702	
		Support for the 2013 EAC Award	50,000
PC		Boston Symphony Orchestra Address: Symphony Hall, Boston, MA 02115	
		Support for the Boston Pops new music arrangements for the 2012-2013 Holiday and Spring Pops Season	100,000
		Subtotal:	150,000
		<u>Education:</u>	
PC		Stanford University Address: Frances C. Arrillaga Alumni Center, 326 Galvez St, Stanford, CA 93305	
		Support for the Jazz Studies Program in the 2013/2014 academic year	6,000
		Support for the Chiles Athletic Scholar in the 2013/2014 academic year	58,700
		Support for the Chiles Fellowships in the Graduate School of Business in the 2013/2014 academic year	100,000
		Dean's conference room in the Knight Management Center for the Stanford Graduate School of Business	800,000
PC		University of Oregon, Eugene, Oregon Address: 1585 E. 13th Ave, Eugene, OR 97403	
		Support for the Lundquist College of Business in remodeling and upgrading the Earle A. Chiles Business Center	350,000
PC		University of Portland Address: 500 N. Willamette Blvd, Portland, OR 97203	
		Grad patron sponsorship for Heroes Among Us 2014 Gala	5,000
		Support to expand and renovate the men's locker facilities within the Earle A. and Virginia H. Chiles Center	1,900,000
		Subtotal:	3,219,700

Medical & Medical Advancement

PC Providence Portland Medical Foundation
Address: 4805 NE Glisan St, Portland, OR 97213

Support the Fox Program Fund within the Cancer Research Lab in the new Cancer Pavilion 600,000

Support for the Guest Housing Project 3,500

Support the Earle A. Chiles Conference Room for Cancer Research Lab in the new Cancer Pavilion 200,000

Subtotal: 803,500

Total \$ 4,173,200

-

Sales and Other Dispositions of Capital Assets► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2013Attachment
Sequence No **12A**

Name(s) shown on return

CHILES FOUNDATION

Social security number or taxpayer identification number

93-6031125

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You **must** check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☒ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
☐ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	STATE STREET/MONARCH SHORT TERM			4,179,454.	3,748,049.			431,405.
	UBS SHORT TERM			35,869.	33,718.			2,151.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				4,215,323.	3781767.			433,556.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

3X2615 2 000

Form **8949** (2013)

Sales and Other Dispositions of Capital Assets► Information about Form 8949 and its separate instructions is at www.irs.gov/form8949.

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Name(s) shown on return
CHILES FOUNDATIONSocial security number or taxpayer identification number
93-6031125

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box A, B, or C below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part I **Short-Term.** Transactions involving capital assets you held one year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You **must** check Box A, B, or C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- ☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- ☒ (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- ☐ (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	ATLAS SHORT TERM			1,735,868.	1718378.			17,490.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►				1,735,868.	1718378.			17,490.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Name(s) shown on return (Name and SSN or taxpayer identification no. not required if shown on other side)

Social security number or taxpayer identification number

CHILES FOUNDATION

93-6031125

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II Long-Term. Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☒ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☐ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	STATE STREET/MONARCH LONG TERM			513,493.	386,449.			127,044.
	UBS LONG TERM			129,223.	104,391.			24,832.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				642,716.	490,840.			151,876.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return (Name and SSN or taxpayer identification no not required if shown on other side)

Social security number or taxpayer identification number

CHILES FOUNDATION

93-6031125

Most brokers issue their own substitute statement instead of using Form 1099-B. They also may provide basis information (usually your cost) to you on the statement even if it is not reported to the IRS. Before you check Box D, E, or F below, determine whether you received any statement(s) and, if so, the transactions for which basis was reported to the IRS. Brokers are required to report basis to the IRS for most stock you bought in 2011 or later.

Part II **Long-Term.** Transactions involving capital assets you held more than one year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You must check Box D, E, or F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)

☒ (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS

☐ (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions.	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g).
						(f) Code(s) from instructions	(g) Amount of adjustment	
	ATLAS LONG TERM			155,562.	162,656.			-7,094.
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶				155,562.	162,656.			-7,094.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No 1545-1709

► **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 ☒ **X**
- 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**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

Employer identification number (EIN) or

CHILES FOUNDATION

93-6031125

Number, street, and room or suite no. If a P.O. box, see instructions

Social security number (SSN)

111 S.W. FIFTH AVENUE

City, town or post office, state, and ZIP code. For a foreign address, see instructions

PORTLAND, OR 97204

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

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 (sec. 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 ► KRISTI RICHARDS

Telephone No ► 503 222-2143

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 08/15, 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

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a \$	5,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
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	3c \$	5,000.

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

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)