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Form 990-PF

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2013 or tax year beginning 10/01/13, and ending 09/30/14

Name of foundation J FRANK SCHMIDT FAMILY CHARITABLE FOUNDATION		A Employer identification number 93-1265440
Number and street (or P O box number if mail is not delivered to street address) PO BOX 189		B Telephone number (see instructions)
City or town, state or province, country, and ZIP or foreign postal code BORING OR 97009		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, col (c), line 16) ► \$ 5,878,668 (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 ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	55	55	55	
	4 Dividends and interest from securities	253,241	253,241	253,241	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21,997			
	b Gross sales price for all assets on line 6a	5,638,150			
	7 Capital gain net income (from Part IV, line 2)		21,997		
	8 Net short-term capital gain			21,997	
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	275,293	275,293	275,293	
	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 1	4,522			4,522
	c Other professional fees (attach schedule) STMT 2	31,238	31,238	31,238	
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 3	770	77	77	693
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (all sch)					
24 Total operating and administrative expenses. Add lines 13 through 23	36,530	31,315	31,315	5,215	
25 Contributions, gifts, grants paid	296,968			296,968	
26 Total expenses and disbursements. Add lines 24 and 25	333,498	31,315	31,315	302,183	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-58,205				
b Net investment income (if negative, enter -0-)		243,978			
c Adjusted net income (if negative, enter -0-)			243,978		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash – non-interest-bearing	43,353	35,033	35,032
	2 Savings and temporary cash investments	384,234	63,180	63,180
	3 Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ SEE WRK 348,819 Less allowance for doubtful accounts ▶ 0	349,374	348,819	348,819
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) SEE STMT 4	421,343	2,346,130	2,280,184
	c Investments – corporate bonds (attach schedule) SEE STMT 5	193,722	724,976	717,715
	11 Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) SEE STATEMENT 6	4,036,679	1,851,119	2,433,738
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	5,428,705	5,369,257	5,878,668
Liabilities	17 Accounts payable and accrued expenses	1,243		
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	1,243	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☒			
	24 Unrestricted	5,427,462	5,369,257	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☐			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	5,427,462	5,369,257	
	31 Total liabilities and net assets/fund balances (see instructions)	5,428,705	5,369,257	

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	5,427,462
2 Enter amount from Part I, line 27a	2	-58,205
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	5,369,257
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	5,369,257

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	PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
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 5,638,150		5,616,153	21,997
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			21,997
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	21,997
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	21,997

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	275,596	5,636,628	0.048894
2011	291,015	5,410,729	0.053785
2010	280,076	5,672,877	0.049371
2009	276,294	5,505,859	0.050182
2008	274,271	5,068,488	0.054113

2 Total of line 1, column (d)	2	0.256345
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	0.051269
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,944,276
5 Multiply line 4 by line 3	5	304,757
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,440
7 Add lines 5 and 6	7	307,197
8 Enter qualifying distributions from Part XII, line 4	8	302,183

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)

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	4,880
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	4,880
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	4,880
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	85
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	85
8	Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	79
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,874
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax Refunded ☐	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		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?		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		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) NONE		
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

8/15 INT	340 FTF	17,900 FTP	143 TOT	23,257	Form 990-PF (2013)
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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► JAN BARKLEY 9500 SE 327TH Located at ► BORING	Telephone no ► 503-663-1000 OR ZIP+4 ► 97009-9710		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here and enter the amount of tax-exempt interest received or accrued during the year	15	► ☐	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(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)? Organizations relying on a current notice regarding disaster assistance check here N/A ☐	1b	
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? If "Yes," list the years ► 20 , 20 , 20 , 20 ☐ Yes ☒ No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) N/A	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

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)? **N/A** ☐ **5b**

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ 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 **6b**

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **7b**

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 **7b**

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
J. FRANK SCHMIDT III 13529 SE LEANN CT BORING OR 97009	DIRECTOR 0.00	0	0	0
JAN SCHMIDT BARKLEY 10486 SE TELFORD RD BORING OR 97009	DIRECTOR 0.00	0	0	0
JEAN SCHMIDT WEBSTER 7248 N WOODSON FRESNO CA 93711	DIRECTOR 0.00	0	0	0

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

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

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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	5,405,425
b	Average of monthly cash balances	1b	280,554
c	Fair market value of all other assets (see instructions)	1c	348,819
d	Total (add lines 1a, b, and c)	1d	6,034,798
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	6,034,798
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	90,522
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,944,276
6	Minimum investment return. Enter 5% of line 5	6	297,214

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	297,214
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,880
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,880
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	292,334
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	292,334
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	292,334

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	302,183
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	302,183
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	302,183

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				292,334
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008	25,149			
b From 2009	8,008			
c From 2010	5,118			
d From 2011	28,771			
e From 2012	1,049			
f Total of lines 3a through e	68,095			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 302,183				
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				292,334
e Remaining amount distributed out of corpus	9,849			
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:	77,944			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	25,149			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	52,795			
10 Analysis of line 9				
a Excess from 2009	8,008			
b Excess from 2010	5,118			
c Excess from 2011	28,771			
d Excess from 2012	1,049			
e Excess from 2013	9,849			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV Supplementary Information (Complete this part only if the 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))

N/A

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

N/A

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

N/A

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

N/A

c Any submission deadlines

N/A

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

N/A

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 SEE STATEMENT 7				296,968
Total			▶ 3a	296,968
b Approved for future payment N/A				
Total			▶ 3b	

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	55	
4	Dividends and interest from securities			14	253,241	
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	21,997	
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)		0		275,293	0
13	Total. Add line 12, columns (b), (d), and (e)				13	275,293

(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?

a Transfers from the reporting foundation to a noncharitable exempt organization of

(1) Cash

(2) Other assets

b Other transactions

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[illegible]☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**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.

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

X Jan E. Barkley
Signature of officer or trustee

Print/Type preparer's name

8-14-15

DIRECTOR

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed

**Paid
Preparer
Use Only**

MARY E PERKINS

Firm's name ▶	MARY E PERKINS CPA PC
Firm's address ▶	520 SW 6TH AVE STE 1110 PORTLAND, OR 97204

PTIN	P01378430
Firm's EIN ▶	93-1303840
Phone no	503-226-7188

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 4,522	\$	\$	\$ 4,522
TOTAL	\$ 4,522	\$ 0	\$ 0	\$ 4,522

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 31,238	\$ 31,238	\$ 31,238	\$
TOTAL	\$ 31,238	\$ 31,238	\$ 31,238	\$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	\$ 770	\$ 77	\$ 77	\$ 693
TOTAL	\$ 770	\$ 77	\$ 77	\$ 693

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CLOUDWARD INC	\$ 125,000	\$ 125,000	COST	\$ 28,429
BANK OF AMERICA CORP	296,343	297,512	COST	249,862
AKORN INC COM		682	COST	689
AMERICAN AXLE & MFG HLDGS INC		495	COST	470
AMERICAN EAGLE OUTFITTERS		2,152	COST	2,120
AMERICAN EQUITY INVT LIFE HL		1,240	COST	1,213
AMN HEALTHCARE SVCS INC		243	COST	251
AMSURG CORP		953	COST	951
APPLE INC		3,186	COST	3,123
ATWOOD OCEANICS INC		781	COST	781
BAXTER INTERNATIONAL INC		6,966	COST	6,962

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
BED BATH & BEYOND INC	\$	5,438	COST	\$ 5,661
BROADCOM CORP CL A		6,963	COST	6,993
BUFFALO WILD WINGS INC		674	COST	671
CAPITAL ONE FINANCIAL CORP		5,556	COST	6,122
CARDTRONICS INC		106	COST	106
CARMIKE CINEMAS INC		738	COST	713
CBS CORP CLASS B NON VOTING		8,954	COST	8,293
CENTENE CORP		1,060	COST	1,075
CHESAPEAKE ENERGY CORP		5,510	COST	5,196
CHEVRON CORPORATION		11,280	COST	10,739
CINEMARK HLDGS INC		578	COST	579
CISCO SYS INC		3,447	COST	3,499
CITIGROUP INC		7,935	COST	8,602
CNO FINANCIAL GROUP INC		1,405	COST	1,391
CUMMINS INC		5,942	COST	5,807
CYBERONICS INC		673	COST	665
DANAHER CORP		1,010	COST	988
DEPOMED INC		1,038	COST	1,048
DOW CHEM CO		6,788	COST	6,922
ELECTRONIC ARTS INC		4,573	COST	4,416
ELECTRONICS FOR IMAGING INC		894	COST	883
EMC CORPORATION		12,540	COST	12,231
EMERGENT BIOSOLUTIONS INC		409	COST	405
EMERSON ELEC CO		2,495	COST	2,441
ENERSYS		186	COST	176
ENTEGRIS INC		338	COST	334
EXPEDIA INC		3,625	COST	3,768
EXXON MOBIL CORP		305	COST	282
FINISAR CORPORATION		357	COST	333
F5 NETWORKS INC		6,427	COST	6,293
GANNETT INC		23,078	COST	25,101
GOOGLE INC CL A		3,553	COST	3,530
GRAINGER W W INC		1,512	COST	1,510
GRAND CANYON EDUCATION INC		169	COST	163
GRAPHIC PACKAGING HLDG CO		526	COST	522
GREENBRIER COS INC		983	COST	954
HAIN CELESTIAL GROUP INC		5,635	COST	5,732
I G A T E CAPITAL CORPORATION		74	COST	73
INTEGRATED SILICON SOLUTION INC		272	COST	261

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$			\$
INTEL CORP		6,728	COST	6,755
J P MORGAN CHASE CO		15,804	COST	17,108
JOHNSON JOHNSON		11,440	COST	12,151
KAPSTONE PAPER & PACKAGING CORP		237	COST	224
LA Z BOY INC		425	COST	416
LINCOLN NATL CORP IND		9,463	COST	9,269
LOWES CO INC		1,760	COST	1,746
MARCUS CORP		3,340	COST	3,176
MASTERCARD INC		3,147	COST	3,105
MATRIX SERVICE CO		181	COST	169
MAXIMUS INC		82	COST	80
MICROSEMI CORP		809	COST	813
MICROSOFT CORP		140	COST	139
MYRIAD GENETICS INC		840	COST	849
NORFOLK SOUTHN CORP		5,414	COST	5,468
NUVEEN DIVIDEND VALUE FUND CLASS I		120,000	COST	123,929
ORACLE CORPORATION		6,783	COST	6,661
PARKER HANNIFIN CORP		5,131	COST	5,137
PRIMORIS SERVICES CORP		173	COST	161
PROCTER & GAMBLE CO		5,251	COST	5,192
QUALCOMM INC		11,258	COST	11,066
QUANTA SVCS INC		5,079	COST	4,972
R F MICRO DEVICES INC		389	COST	381
RADIAN GROUP INC		202	COST	200
RIDGEWORTH AGGRESSIVE GR STOCK FUND		100,000	COST	102,392
ROSETTA RESOURCES INC		1,120	COST	1,114
RPX CORP		8,277	COST	7,854
RYMAN HOSPITALITY PROPERTIES		2,836	COST	2,791
SANCHEZ ENERGY CORP		140	COST	131
SINCLAIR BROADCAST GROUP INC A		957	COST	965
SKYWORKS SOLUTIONS INC		5,697	COST	5,805
STONE ENERGY CORP		886	COST	909
SUNTRUST BKS INC		8,517	COST	8,557
SYNAPTICS INC		541	COST	512
T ROWE PRICE MID CAP GROWTH FD #64		111,449	COST	112,189
T ROWE PRICE MID CAP VALUE FD INC		125,000	COST	131,389
TEXAS ROADHOUSE INC		667	COST	696
THE GAP INC		4,239	COST	4,169
TRIMAS CORP		215	COST	195

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
TRW AUTOMOTIVE HOLDINGS CORP	\$	1,332	COST	\$ 1,316
UNUM GROUP		6,046	COST	6,223
VANGUARD TOTAL STOCK MKT ETF		211,857	COST	270,513
VCA INC		1,422	COST	1,377
WABASH NATL CORP		135	COST	133
WAL MART STORES INC		1,912	COST	1,835
WESTERN DIGITAL CORP		6,344	COST	6,326
3M CO		2,755	COST	2,692
ACE LTD		6,470	COST	6,607
ACTAVIS PLC		4,478	COST	4,584
AIA GROUP LTD ADR		3,927	COST	3,778
AIR LIQUIDE S A A D R		1,722	COST	1,678
ALLIANZ SE A D R		6,864	COST	6,255
ARM HLDGS PLC A D R		3,156	COST	3,058
ATLAS COPCO AB SPONS A D R		1,223	COST	1,200
B G GROUP P L C A D R		1,738	COST	1,706
B H P BILLITON LIMITED A D R		5,972	COST	5,711
BAIDU COM INC A D R		1,294	COST	1,309
BAYERISCHE MOTOREN WERKE UNSPN A D R		3,106	COST	2,715
BP PLC SPONS A D R		1,696	COST	1,626
BRITISH AMERN TOB PLC		12,115	COST	11,760
BUNGE LIMITED		5,211	COST	5,812
CANADIAN NATL RY CO		721	COST	710
CANON INC SPONS A D R		8,603	COST	8,441
CHINA MOBILE LIMITED A D R		3,975	COST	3,819
CITY TELECOM HK LTD A D R		976	COST	878
COMPANHIA PARANAENSE ENER SP A D R		516	COST	506
CSL LIMITED A D R		2,876	COST	2,893
DASSAULT SYSTEMES SA A D R		3,967	COST	3,794
DBS GROUP HLDGS LTD		3,367	COST	3,352
DELHAIZE GROUP SPONS A D R		3,128	COST	2,905
ENDO INTERNATIONAL PLC		3,608	COST	3,690
ENN ENERGY HOLDINGS LTD A D R		1,201	COST	1,139
ENSCO PLC CL A		4,419	COST	4,172
FANUC CORPORATION A D R		4,469	COST	4,595
FLY LEASING LTD A D R		6,018	COST	5,649
FRESENIUS MED CARE		3,665	COST	3,678
GLAXO SMITHKLINE P L C A D R		4,859	COST	4,781
HONG KONG EXCHANGES A D R		5,069	COST	4,850

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
I C I BANK LIMITED A D R	\$	4,014	COST	\$ 3,781
IMPERIAL OIL LTD		3,346	COST	3,258
INDUSTRIAS BACHOCO SAB DE CV A D R		15,952	COST	21,686
INTERCONTINENTAL HOTELS A D R		2,319	COST	2,281
ISHARES MSCI EAFE VALUE INDEX ETF		26,383	COST	25,258
ITAU UNIBANCO HOLDINGS SA A D R		3,860	COST	3,484
JGC CORP UNSPONSORED A D R		1,777	COST	1,801
LG DISPLAY CO LTD A D R		2,906	COST	3,213
LOREAL UNSPONSORED A D R		4,756	COST	4,720
LVMH MOET HENNESSY A D R		1,247	COST	1,198
MALLINCKRODT PLC		7,700	COST	7,843
MITSUBISHI ESTATE LTD A D R		614	COST	630
MIZUHO FNL GRP A D R		2,465	COST	2,228
MTN GROUP LTD A D R		916	COST	958
NATIONAL GRID PLC SP A D R		11,595	COST	11,716
NESTLE SA SPONSORED A D R		6,018	COST	5,964
NICE SYS LTD SPONSORED A D R		2,945	COST	2,978
NIPPON TELEGRAPH TELE A D R		12,494	COST	13,720
NOVARTIS AG A D R		10,016	COST	10,072
NOVO NORDISK AS A D R		1,956	COST	1,952
NTT DOCOMO INC A D R		16,817	COST	17,477
PHILIPPINE LONG DIST A D R		7,179	COST	6,691
ROCHE HOLDINGS LTD SPONS A D R		7,564	COST	7,620
ROYAL DUTCH SHELL PLC A D R		2,417	COST	2,360
SANDS CHINA LTD UNSPONS A D R		3,338	COST	3,189
SANOFI A D R		169	COST	169
SAP SE SPONSORED A D R		5,975	COST	5,845
SASOL LTD SPONSORED A D R		941	COST	926
SCHLUMBERGER LTD		9,980	COST	9,966
SCHNEIDER ELECT SA UNSP A D R		3,084	COST	2,988
SMITH & NEPHEW P L C A D R		5,963	COST	6,567
SUMITOMO MITSUI FINL GROUP A D R		6,247	COST	6,232
SYMRISE AG UNSPON A D R		2,083	COST	2,130
TAIWAN SEMICONDUCTOR A D R		9,692	COST	9,545
TATA MOTORS LTD A D R		1,138	COST	1,093
TEVA PHARMACEUTICAL INDS LTD A D R		12,717	COST	13,169
TRINITY BIOTECH PLC SPON A D R		195	COST	183
UNILEVER PLC SPSP ADR		1,647	COST	1,634
WACOAL HOLDINGS CORP A D R		2,691	COST	2,629

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
WEATHERFORD INTERNATIONAL PL	\$	4,759	COST	\$ 4,576
WNS HOLDINGS LTD ADR		3,034	COST	3,624
WPP PLC SPONSORED A D R		651	COST	603
XINYI GLASS HOLDINGS LTS A D R		854	COST	839
XL GROUP PLC		2,550	COST	2,521
CAUSEWAY EMERGING MARKETS INSTL		119,376	COST	117,048
NEUBERGER BERMAN LONG SH INS		200,660	COST	204,954
ALEXANDRIA REAL ESTATE EQUITIES INC		5,704	COST	5,679
APARTMENT INVT MGMT CO CL A		3,316	COST	3,246
ASSOCIATED ESTATES RLTY CORP		3,494	COST	3,572
AVALONBAY CMNTYS INC		1,892	COST	1,833
BOSTON PPTYS INC		2,084	COST	2,084
BRANDYWINE REALTY TRUST		4,057	COST	3,940
CAMDEN PPTY TR		2,138	COST	2,124
CBL ASSOCIATES PROPERTIES		2,901	COST	2,864
DIGITAL REALTY TRUST INC		3,118	COST	3,119
DOUGLAS EMMITT INC		3,491	COST	3,388
EASTGROUP PPTYS INC		3,034	COST	3,030
EPR PROPERTIES		4,332	COST	4,257
ESSEX PPTY TR INC		4,186	COST	4,111
FEDERAL RLTY INVT TR		3,452	COST	3,435
HCP INC		2,187	COST	2,184
HEALTH CARE REIT INC		1,707	COST	1,684
HOSPITALITY PPTYS TR		7,428	COST	7,165
HOST HOTELS RESORTS INC		7,031	COST	6,975
L T C PPTYS INC		301	COST	295
LEXINGTON REALTY TRUST		3,553	COST	3,407
MONMOUTH REAL ESTATE INVESTMENT		8,299	COST	8,906
NATIONAL RETAIL PROPERTIES INC		702	COST	691
NUVEEN REAL ESTATE SECS I		83,046	COST	83,830
PUBLIC STORAGE INC		11,036	COST	10,448
REALTY INCOME CORP		1,201	COST	1,183
SENIOR HOUSING PROP TRUST		402	COST	397
SIMON PROPERTY GROUP INC		12,722	COST	12,660
SUMMIT HOTEL PORPERTIES INC		1,666	COST	1,639
TANGER FACTORY OUTLET CENTER		2,764	COST	2,716
VENTAS INC		3,541	COST	3,345
WEINGARTEN RLTY INVTS		2,708	COST	2,678
WEYERHAEUSER CO		5,516	COST	5,543

Federal Statements

Statement 4 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AQR MANAGED FUTURES STR I	\$	\$ 35,000	COST	\$ 37,517
GOLDMAN SACHS COMM STRAT INS		34,036	COST	30,690
TOTAL	\$ 421,343	\$ 2,346,130		\$ 2,280,184

Statement 5 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GE CAPITAL CORP MEDIUM TERM	\$ 193,722		COST	\$
BAIRD AGGREGATE BOND FUND		188,767	COST	189,063
FEDERATED INST HI YLD BD FD		183,858	COST	181,869
NUVEEN HIGH INCOME BOND FD CL I		52,361	COST	51,727
T ROWE PRICE INTL BOND FUND		28,700	COST	27,325
TCW EMERGING MARKETS INCOME FUND		271,290	COST	267,731
TOTAL	\$ 193,722	\$ 724,976		\$ 717,715

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AMCAP FUND CLASS F-1	\$ 39,419	\$ 59,370	COST	\$ 68,558
AMERICAN FUNDS INCM FD	149,374	50,015	COST	49,401
BARON SMALL-CAP FUND CLASS A	57,363	2,265	COST	2,958
CAPITAL WORLD GROWTH & INCOME CLASS	26,584	27,415	COST	38,714
CAPITAL WORLD GROWTH & INCOME CLASS	21,031	21,634	COST	28,667
CGM REALTY FUND CLASS A	60,019		COST	
COHEN & STEERS RLTY		50,000	COST	49,272
COLUMBIA ACORN	92,692	6,499	COST	7,265
COLUMBIA SELIGMAN COMM AND INFO	24,288	74,697	COST	80,602
DODGE & COX BALANCED FUND	19,179	20,147	COST	39,129
DODGE & COX INTERNATIONAL FUND	63,891	65,265	COST	90,816
DODGE & COX STOCK FUND	98,735	101,419	COST	170,336
EATON VANCE STRATEGIC INCOME FUND CL	71,573		COST	
EATON VANCE WORLDWIDE HEALTH SCIENCE	41	46	COST	63

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
FEDERATED KAUFMAN FUND	40,583	47,416	COST	56,956
FEDERATED STRATEGIC VALUE DIVIDEND F	98,127		COST	
FIDELITY ADV CONSUMER STAPLES	52,346	56,773	COST	59,931
FIDELITY ADVISOR BIOTECH FUND CLASS	23,000	23,388	COST	38,097
FIDELITY ADVISOR EMERGING MKTS CLASS	1,055	51,118	COST	50,673
FRANKLIN TEMPLETON HIGH INCOME	178,982		COST	
FRANKLIN TEMPLETON GLOBAL BOND FUND	106,449		COST	
FRANKLIN TEMPLETON INCOME CLASS A	141,988		COST	
FPA CRESCENT PORTFOLIO		50,000	COST	49,519
FRANKLIN UTILITIES FUND CLASS A	83,724	86,704	COST	95,974
GROWTH FUND OF AMERICA CLASS A	113,693	124,469	COST	182,610
ISHARES LEHMAN	192,535		COST	
HENNESSY FUNDS GAS UTILITY		50,000	COST	49,252
INTERNATIONAL GROWTH AND INCOME FUND	38,681	42,060	COST	48,807
INVESCO BALANCE RISK ALLOCATION	233,323		COST	
INVESTMENT COMPANY OF AMERICA CLASS	79,457	88,097	COST	117,699
KEELEY SMALL CAP VALUE/A	49,552	2,466	COST	3,450
LORD ABBETT SHORT DURATION INCOME FU	120,623		COST	
MERIDIAN GROWTH FUND	77,404	4,734	COST	4,260
NEW ECONOMY FUND CLASS F-1	40,000		COST	
NUVEEN PREFERRED SECURITIES FUND CLA	127,506		COST	
OAKMARK EQUITY AND INCOME FUND	103,410	114,148	COST	144,517
OBERWEIS CHINA OPPORTUNITIES	40,019	13,917	COST	22,622
PIMCO ALL ASSET ALL AUTHORITY FUND	201,399		COST	
PIMCO EMERGING LOCAL BOND FUND CLASS	48,213		COST	
PIMCO INCOME FUND CLASS D	187,020		COST	
PIMCO STOCKS PLUS TRUST SHORT STRATE	62,251		COST	
PIMCO TOTAL RETURN FUND CLASS D	120,854		COST	
PRICE T ROWE MEDIA & TELCOM FD		40,000	COST	42,162
T ROWE PRICE HEALTH SCIENCES	68,445	79,264	COST	180,834
T. ROWE PRICE MID-CAP VALUE	81,449	86,864	COST	121,070
THE NEW ECONOMY FUND CLASS F-1		43,249	COST	53,109
VANGUARD		50,015	COST	49,492
VANGUARD ENERGY FUND		50,015	COST	48,996
VANGUARD HEALTH CARE FUND	74,830	87,942	COST	143,620
VANGUARD MID-CAP STOCK INDEX FUND	60,798	61,667	COST	90,616
VANGUARD TOTAL BOND MARKET	145,101		COST	
VANGUARD TOTAL STOCK MARKET	222,007		COST	
VANGUARD WINDSOR II FUND	72,647	76,990	COST	107,391

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
YACKTMAN FUND SERVICE CLASS	\$ 25,019	\$ 41,051	COST	\$ 46,300
TOTAL	\$ 4,036,679	\$ 1,851,119		\$ 2,433,738

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address	Relationship	Status	Purpose	Amount
2014 - MISS TEEN PORTLAND - FRANCIS					
4-H OF OREGON			PUBLIC	CHARITABLE	495
BETA PL ALUMNI OF SIGMA CHI FRAT-GO			PUBLIC	CHARITABLE	300
BORING OREGON FOUND - BORING & DULL			PUBLIC	CHARITABLE	350
BOY SCOUTS OF AMERICA			PUBLIC	CHARITABLE	250
CLACKAMAS RIVER BASIN COUNCIL - AN			PUBLIC	CHARITABLE	500
DESCHUTES COUNTY EXTENTION SERVICE			PUBLIC	CHARITABLE	1,000
FAMILY SELF-SUFFICIENCY CORP (FRESN			PUBLIC	CHARITABLE	1,000
GRESHAM HISTORICAL SOCIETY			PUBLIC	CHARITABLE	1,000
GRESHAM SENIOR CENTER			PUBLIC	CHARITABLE	500
HEARTS AFIRE			PUBLIC	CHARITABLE	500
JUNIOR ACHIEVEMENT			PUBLIC	CHARITABLE	1,000
KIWANIS CLUB - CAMP			PUBLIC	CHARITABLE	300
LIONS " GRESHAM BREAKFAST			PUBLIC	CHARITABLE	1,000
			PUBLIC	CHARITABLE	100

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name	Address	Relationship	Status	Purpose	Amount
LOAVES AND FISHES			PUBLIC	CHARITABLE	300
MORRISON CHILD & FAMILY SERVICES			PUBLIC	CHARITABLE	500
MT. HOOD POPS ORCHESTRA			PUBLIC	CHARITABLE	300
MY SISTER'S HOUSE			PUBLIC	CHARITABLE	350
OPS-OREGON PUBLIC BROADCASTING			PUBLIC	CHARITABLE	500
OREGON DISABILITY SPORTS			PUBLIC	CHARITABLE	350
OREGON HISTORICAL SOCIETY			PUBLIC	CHARITABLE	500
OREGON PARALYZED VETERANS OF AMERI			PUBLIC	CHARITABLE	300
OREGON STATE GRANGE FOUNDATION			PUBLIC	CHARITABLE	1,000
PORTLAND LUTHERAN SCHOOL			PUBLIC	CHARITABLE	1,000
PRAY FOR ELLIOTT			PUBLIC	CHARITABLE	1,000
PRESBYTERIAN CHURCH-SMITH MEMORIAL			PUBLIC	CHARITABLE	300
SALVATION ARMY			PUBLIC	CHARITABLE	500
SANDY HISTORICAL SOCIETY			PUBLIC	CHARITABLE	500
SANDY OKTOBERFEST			PUBLIC	CHARITABLE	300
SPECIAL OLYMPICS - OREGON			PUBLIC	CHARITABLE	300
TROUTDALE HISTORICAL SOCIETY			PUBLIC	CHARITABLE	300
YOUNG LIFE			PUBLIC	CHARITABLE	500

Federal Statements

**Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
ZIMMERMAN HERITAGE FARM - FRW HISTO					PUBLIC	CHARITABLE	500
ZOAR LUTHERAN CHURCH - MEMORY OF CL					PUBLIC	CHARITABLE	500
CHEMEKETA COMMUNITY COLLEGE - SCHOL					PUBLIC	EDUCATIONAL	3,000
CLACKAMAS COMMUNITY COLLEGE-SCHOLAR					PUBLIC	EDUCATIONAL	3,000
CORBETT EDUCATION FOUNDATION (MEM.					PUBLIC	EDUCATIONAL	500
GRESHAM -BARLOW FOUNDATION - GOLF					PUBLIC	EDUCATIONAL	1,200
GRESHAM GOPHER SPIRIT CLUB					PUBLIC	EDUCATIONAL	250
GRESHAM-BARLOW EDUCATION FOUNDATIO					PUBLIC	EDUCATIONAL	1,000
IOWA STATE UNIVERSITY - SCHOLARSHIP					PUBLIC	EDUCATIONAL	5,000
KANSAS STATE- SCHOLARSHIP					PUBLIC	EDUCATIONAL	5,000
MHCC SCHOLARSHIP FUND					PUBLIC	EDUCATIONAL	3,000
NORTH CAROLINA STATE UNIVERSITY-SC					PUBLIC	EDUCATIONAL	5,000
OHIO STATE UNIV-SCHOLARSHIP					PUBLIC	EDUCATIONAL	5,000
OREGON TRAIL EDUCATION FOUNDATION -					PUBLIC	EDUCATIONAL	500
OSU - SCHOLARSHIP					PUBLIC	EDUCATIONAL	5,000
WASHINGTON STATE UNIV-SCHOLARSHIP					PUBLIC	EDUCATIONAL	5,000
ALLIANCE FOR COMMUNITY TREES					PUBLIC	HORTICULTURAL RESEARCH	10,000
AMERICA IN BLOOM (ANNUALLY)					PUBLIC	HORTICULTURAL RESEARCH	6,000

Federal Statements

**Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
ARBOR DAY FOUNDATION					PUBLIC	HORTICULTURAL RESEARCH	1,000
ARNOLD ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500
BERNHEIM ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500
BONNIE LEE APPLETON - IN MEMORY OF					PUBLIC	HORTICULTURAL RESEARCH	2,000
COLORADO STATE UNIVERSITY-JIM KLETI					PUBLIC	HORTICULTURAL RESEARCH	4,000
CORNELL UNIVERSITY-BASSUK					PUBLIC	HORTICULTURAL RESEARCH	6,000
FRIENDS OF NATIONAL ARBORETUM (FON					PUBLIC	HORTICULTURAL RESEARCH	1,000
FRIENDS OF TREES					PUBLIC	HORTICULTURAL RESEARCH	12,000
FRIENDS OF TREES - LUNCHEON & 25TH					PUBLIC	HORTICULTURAL RESEARCH	7,675
HOLDEN ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	1,000
HOYT ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500
HRI - JFS GRANT					PUBLIC	HORTICULTURAL RESEARCH	2,000
IOWA STATE UNIVERSITY-GRAVES					PUBLIC	HORTICULTURAL RESEARCH	6,000
KANSAS ASSOCIATION OF NURSERYMEN					PUBLIC	HORTICULTURAL RESEARCH	100
KANSAS STATE UNIVERSITY-GRIFFIN					PUBLIC	HORTICULTURAL RESEARCH	4,000
LEACH BOTANICAL GARDEN					PUBLIC	HORTICULTURAL RESEARCH	500
MICHIGAN STATE UNIVERSITY-CREGG					PUBLIC	HORTICULTURAL RESEARCH	6,700
MINNESOTA LANDSCAPE ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500

Federal Statements

**Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
Address							
MISSOURI BOTANICAL GARDEN					PUBLIC	HORTICULTURAL RESEARCH	500
MORTON ARBORETUM-	WATSON				PUBLIC	HORTICULTURAL RESEARCH	6,000
MORTON ARBORETUM-WATSON	& MILLER				PUBLIC	HORTICULTURAL RESEARCH	6,000
NCSU-JC RAULSTON ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500
NEW MEXICO STATE UNIV.	HILARIE				PUBLIC	HORTICULTURAL RESEARCH	10,000
NO. CAROLINA STATE UNIV	- RANNEY				PUBLIC	HORTICULTURAL RESEARCH	30,000
NO. CAROLINA STATE UNIV	- WERNER				PUBLIC	HORTICULTURAL RESEARCH	6,000
NORTH DAKOTA STATE UNIV	- WEST				PUBLIC	HORTICULTURAL RESEARCH	7,040
NURSERYGROWERSOFLAKECOUNTY	(FIELD D				PUBLIC	HORTICULTURAL RESEARCH	400
OAN - INTERNATIONAL TRIAL CONFERENC					PUBLIC	HORTICULTURAL RESEARCH	1,000
OAN-CONVENTION					PUBLIC	HORTICULTURAL RESEARCH	650
OREGON AG FEST					PUBLIC	HORTICULTURAL RESEARCH	300
OREGON COMMUNITY TREES - FORESTRY					PUBLIC	HORTICULTURAL RESEARCH	1,000
OSU - AG LAB - WEILAND					PUBLIC	HORTICULTURAL RESEARCH	5,000
OSU - CONTRERAS					PUBLIC	HORTICULTURAL RESEARCH	5,000
OSU - CONTRERAS					PUBLIC	HORTICULTURAL RESEARCH	6,000
OSU - STRAUSS - (COLLEGE OF FORESTR					PUBLIC	HORTICULTURAL RESEARCH	5,000
OSU - USDA ARS HCRL - LEE					PUBLIC	HORTICULTURAL RESEARCH	5,000

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
OSU HORTICULTURE CLUB					PUBLIC	HORTICULTURAL RESEARCH	250
OSU-NWREC - SANTAMARIA					PUBLIC	HORTICULTURAL RESEARCH	8,000
STARHILL FOREST ARBORETUM - STERNB					PUBLIC	HORTICULTURAL RESEARCH	2,000
TREE FUND					PUBLIC	HORTICULTURAL RESEARCH	500
TULSA BOTANICAL GARDEN					PUBLIC	HORTICULTURAL RESEARCH	3,500
UNIV OF MINNESOTA-SMITH					PUBLIC	HORTICULTURAL RESEARCH	9,678
US NATIONAL ARBORETUM					PUBLIC	HORTICULTURAL RESEARCH	500
USDA ARS ATRU - ZHU					PUBLIC	HORTICULTURAL RESEARCH	10,000
VIRGINIA TECH - FOX					PUBLIC	HORTICULTURAL RESEARCH	2,000
VIRGINIA TECH - OWEN					PUBLIC	HORTICULTURAL RESEARCH	7,580
YEW DELL GARDENS - PAUL CAPPIELLO					PUBLIC	HORTICULTURAL RESEARCH	1,000
ALS ASSOCIATION (WALK TO DEFEAT AL					PUBLIC	MEDICAL	500
ALZHEIMER SOCIETY OF TORONTO - MEM					PUBLIC	MEDICAL	300
AMERICAN DIABETES ASSOCIATION					PUBLIC	MEDICAL	350
AMERICAN HEART ASSOCIATION					PUBLIC	MEDICAL	350
AMERICAN LUNG ASSOCIATION OF OREG					PUBLIC	MEDICAL	350
AMERICAN RED CROSS					PUBLIC	MEDICAL	350
ARTHRITIS FOUNDATION					PUBLIC	MEDICAL	350

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Status	Purpose	Amount
Address	Relationship					
COMMUNITY MEDICAL FOUNDATION - FRES				PUBLIC	MEDICAL	4,000
COMMUNITY MERCY HOSPITAL				PUBLIC	MEDICAL	500
DOERNBECHER CHILDRENS' HOSPITAL F				PUBLIC	MEDICAL	1,500
EMANUEL MEDICAL CENTER FOUNDATION (				PUBLIC	MEDICAL	1,000
FRED HUTCHINSON CANCER RESEARCH CEN				PUBLIC	MEDICAL	500
HOSPICE - MT. HOOD HOSPICE				PUBLIC	MEDICAL	500
MAKE A WISH FOUNDATION				PUBLIC	MEDICAL	1,000
MARCH OF DIMES				PUBLIC	MEDICAL	350
MEDICAL TEAMS INTERNATIONAL (NAME C				PUBLIC	MEDICAL	400
MT. HOOD MEDICAL CENTER FOUNDATION-				PUBLIC	MEDICAL	3,000
MULTIPLE SCLEROSIS FOUNDATION				PUBLIC	MEDICAL	350
MUSCULAR DYSTROPHY ASSOC.				PUBLIC	MEDICAL	350
NATIONAL BRAIN TUMOR SOCIETY				PUBLIC	MEDICAL	1,000
NATIONAL KIDNEY FOUNDATION OREGON &				PUBLIC	MEDICAL	350
OHSU FOUNDATION - ALZHEIMERS				PUBLIC	MEDICAL	350
OHSU FOUNDATION - PARKINSON'S				PUBLIC	MEDICAL	350
ORAL HULL FOUND. FOR BLIND				PUBLIC	MEDICAL	350
PAIN - PRESCRIPTION ABUSERS IN NEE				PUBLIC	MEDICAL	1,500

Federal Statements

Statement 7 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Status	Purpose	Amount
Address	Relationship					
SHRINER'S HOSPITALS	SUSAN G KOMEN FOU			PUBLIC	MEDICAL	1,150
THE LEUKEMIA & LYMPHOMA SOCIETY				PUBLIC	MEDICAL	2,000
TRIPLE NEGATIVE BREAST CANCER FOUND				PUBLIC	MEDICAL	1,000
TOTAL						296,968