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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► Do not enter Social Security numbers on this form as it may be made public.  
► Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://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 <b>RALPH &amp; ADOLPH JACOBS FOUNDATION C/O STUART ROSENFELD</b>		A Employer identification number <b>93-6021910</b>			
		B Telephone number (see instructions)			
Number and street (or P O box number if mail is not delivered to street address) <b>1207 SW 6TH</b>		Room/suite			
City or town, state or province, country, and ZIP or foreign postal code <b>PORTLAND OR 97204</b>					
G Check all that apply		<input type="checkbox"/> 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			
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			
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ <b>971,346</b>		J Accounting method			
		<input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		2	2	2	
4 Dividends and interest from securities		24,814	24,814	24,814	
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		30,647			
b Gross sales price for all assets on line 6a		62,017			
7 Capital gain net income (from Part IV, line 2)			30,647		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		55,463	55,463	24,816	
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)		1,200			1,200
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		978	473		75
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (att. sch.)		35	12		23
24 Total operating and administrative expenses.					
Add lines 13 through 23		2,213	485	0	1,298
25 Contributions, gifts, grants paid		62,500			62,500
26 Total expenses and disbursements. Add lines 24 and 25		64,713	485	0	63,798
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		-9,250			
b Net investment income (if negative, enter -0-)			54,978		
c Adjusted net income (if negative, enter -0-)				24,816	

For Paperwork Reduction Act Notice, see instructions.

DAA

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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			
	2	Savings and temporary cash investments		12,013	34,132
	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 (att. schedule) ►			
		Less allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule)	See Stmt 4	284,895	253,526
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach sch.) ►				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)				
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)		296,908	287,658	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)		0	0
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.		► <input checked="" type="checkbox"/>		
	24	Unrestricted		296,908	287,658
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		► <input type="checkbox"/>		
	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)		296,908	287,658
	31	Total liabilities and net assets/fund balances (see instructions)		296,908	287,658

## 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 | 296,908 |
| 2 | Enter amount from Part I, line 27a   |  | 2 | -9,250  |
| 3 | Other increases not included in line 2 (itemize) ►   |  | 3 |         |
| 4 | Add lines 1, 2, and 3  |  | 4 | 287,658 |
| 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 | 287,658 |

**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.)
<b>1a 1000 SH CORNING</b>		P	02/28/01	06/19/14
<b>b 200 SH EXXON</b>		P	04/11/97	04/29/14
<b>c 100 SH IBM</b>		P	02/26/92	07/17/14
<b>d 112 SH LSI</b>		P	05/31/05	05/06/14
<b>e FRACT ALCATEL-LUCENT</b>		P	10/23/97	12/19/13

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
<b>a 21,322</b>	-	<b>27,392</b>	<b>-6,070</b>
<b>b 20,134</b>		<b>1,733</b>	<b>18,401</b>
<b>c 19,244</b>		<b>1,945</b>	<b>17,299</b>
<b>d 1,249</b>		<b>300</b>	<b>949</b>
<b>e 68</b>			<b>68</b>

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))
<b>a</b>			<b>-6,070</b>
<b>b</b>			<b>18,401</b>
<b>c</b>			<b>17,299</b>
<b>d</b>			<b>949</b>
<b>e</b>			<b>68</b>

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	<b>30,647</b>
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

 Yes  No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	<b>65,781</b>	<b>915,512</b>	<b>0.071852</b>
2011	<b>65,562</b>	<b>877,203</b>	<b>0.074740</b>
2010	<b>64,309</b>	<b>907,810</b>	<b>0.070840</b>
2009	<b>63,775</b>	<b>817,629</b>	<b>0.078000</b>
2008	<b>65,939</b>	<b>798,608</b>	<b>0.082567</b>

- 2 Total of line 1, column (d) 2 **0.377999**
- 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 **0.075600**
- 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 4 **964,204**
- 5 Multiply line 4 by line 3 5 **72,894**
- 6 Enter 1% of net investment income (1% of Part I, line 27b) 6 **550**
- 7 Add lines 5 and 6 7 **73,444**
- 8 Enter qualifying distributions from Part XII, line 4 8 **63,798**
- 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 ► <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)	1 1,100  2  3 1,100  4 0  5 1,100
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b	
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-)	
3	Add lines 1 and 2	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	
6	<b>Credits/Payments:</b>	
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a  6b  6c  6d
b	Exempt foreign organizations – tax withheld at source	
c	Tax paid with application for extension of time to file (Form 8868)	
d	Backup withholding erroneously withheld	
7	Total credits and payments Add lines 6a through 6d	7  8 23  9 1,123  10  11
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> ► <span style="float: right;">Refunded</span>	

**Part VII-A Statements Regarding Activities**

- 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?
- 1b 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
- 1c Did the foundation file Form 1120-POL for this year?
- 1d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year  
(1) On the foundation ► \$ \_\_\_\_\_ (2) On foundation managers ► \$ \_\_\_\_\_
- 1e 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
- 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
- 4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?
- 4b 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
- 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?
- 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
- 8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► **OR**
- 8b 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
- 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
- 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b		
5	X	
N/A		
6	X	
7	X	
8b	X	
9	X	
10	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 ► **N/A**  
 14 The books are in care of ► **STUART ROSENFIELD**  
**1207 SW 6TH AVE**

Telephone no ► **503-292-6014**Located at ► **PORTLAND** OR ZIP+4 ► **97204-3713**

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? 16  **X**

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

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

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

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/Ac 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  N/A

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?  Yes  No

If "Yes," list the years ► 20 , 20 , 20 , 20

b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions.) 2b  N/A

c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 , 20 , 20 , 20

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?  Yes  Nob 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  N/A4a 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)?

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

N/A

5b

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

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

N/A

7b

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

**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
William W. Rosenfeld 1207 SW 6TH	Portland OR 97204	SECRTY/TREAS 0.00	0	0
Alice Norris 1207 SW 6TH	PORTLAND OR 97204	Trustee 0.00	0	0
Leslie R. Labbe 1207 SW 6TH	Portland OR 97204	Trustee 0.00	0	0
Stuart Rosenfeld 1207 SW 6TH	Portland OR 97204	President 0.00	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
<b>NONE</b>		

**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** ►Form **990-PF** (2013)

**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	960,275
b	Average of monthly cash balances	1b	18,612
c	Fair market value of all other assets (see instructions)	1c	0
d	<b>Total</b> (add lines 1a, b, and c)	1d	978,887
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	978,887
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	14,683
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	964,204
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	48,210

**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	48,210
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,100
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,100
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	47,110
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	47,110
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	47,110

**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	63,798
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	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	63,798
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	0
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)	6	63,798
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4		

**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				47,110
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 26,449				
b From 2009 23,572				
c From 2010 19,556				
d From 2011 22,964				
e From 2012 21,067				
f Total of lines 3a through e 113,608				
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 63,798				
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 16,688				
e Remaining amount distributed out of corpus 47,110				
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: 130,296				
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) 26,449				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) 103,847				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9: 23,572				
a Excess from 2009 19,556				
b Excess from 2010 22,964				
c Excess from 2011 21,067				
d Excess from 2012 16,688				
e Excess from 2013				

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling				►			
1b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/>	4942(j)(3) or	<input type="checkbox"/>	4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed							
2b	85% of line 2a							
2c	Qualifying distributions from Part XII, line 4 for each year listed							
2d	Amounts included in line 2c not used directly for active conduct of exempt activities							
2e	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							
3a	"Assets" alternative test – enter							
	(1) Value of all assets							
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)							
3b	"Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed							
3c	"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  
**See Statement 5**

- 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  
**See Statement 6**

**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
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b> <b>See Statement 7</b>				<b>62,500</b>
<b>Total</b>			► 3a	<b>62,500</b>
<b>b Approved for future payment</b> <b>N/A</b>				
<b>Total</b>			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

		Unrelated business income	Excluded by section 312, 313, or 314	(e) Related or exempt function income (See instructions )	
		(a) Business code	(b) Amount		(c) Exclusion code
<b>1</b>	<b>Program service revenue</b>				
a					
b					
c					
d					
e					
f					
<b>g</b>	<b>Fees and contracts from government agencies</b>				
<b>2</b>	<b>Membership dues and assessments</b>				
<b>3</b>	<b>Interest on savings and temporary cash investments</b>		<b>14</b>	<b>2</b>	
<b>4</b>	<b>Dividends and interest from securities</b>		<b>14</b>	<b>24,814</b>	
<b>5</b>	<b>Net rental income or (loss) from real estate</b>				
a	Debt-financed property				
b	Not debt-financed property				
<b>6</b>	<b>Net rental income or (loss) from personal property</b>				
<b>7</b>	<b>Other investment income</b>				
<b>8</b>	<b>Gain or (loss) from sales of assets other than inventory</b>		<b>14</b>	<b>30,647</b>	
<b>9</b>	<b>Net income or (loss) from special events</b>				
<b>10</b>	<b>Gross profit or (loss) from sales of inventory</b>				
<b>11</b>	<b>Other revenue:</b> a				
b					
c					
d					
e					
<b>12</b>	<b>Subtotal. Add columns (b), (d), and (e)</b>		<b>0</b>	<b>55,463</b>	<b>0</b>
<b>13</b>	<b>Total. Add line 12, columns (b), (d), and (e)</b>			<b>13</b>	<b>55,463</b>

(See worksheet in line 13 instructions to verify calculations.)

13 55,463

**Relationship of Activities to the Accomplishment of Exempt Purposes**

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

- 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 or**

- (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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

- 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
N/A		

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

**Sign  
Here**

#### Summary of office structures

Def

## PRESIDENT

Signature of officer or trustee		Date	Title	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature	Date
	<b>CANDACE J. DUNBAR</b>		<i>Candace J Dunbar</i>	01/05/15
	Firm's name ► <b>JARRARD, SEIBERT, POLLARD &amp; CO, LLC</b>		PTIN	<b>P00286735</b>
Firm's address ► <b>1800 Blankenship Rd, Suite 450 West Linn, OR 97068-4191</b>		Firm's EIN ►	<b>93-0623130</b>	
		Phone no	<b>503-723-7600</b>	
		Check <input type="checkbox"/> if self-employed		

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93-6021910  
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**Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
ACCOUNTING FEES	\$ 1,200	\$ 1,200	\$ 0	\$ 1,200
Total	\$ 1,200	\$ 0	\$ 0	\$ 1,200

**Statement 2 - Form 990-PF, Part I, Line 18 - Taxes**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
DEPARTMENT OF JUSTICE	\$ 75	\$ 75	\$ 0	\$ 75
FEDERAL TAX	430	430	0	23
FOREIGN TAX	473	473	0	23
Total	\$ 978	\$ 473	\$ 0	\$ 75

**Statement 3 - Form 990-PF, Part I, Line 23 - Other Expenses**

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses	\$ 23	\$ 23	\$ 0	\$ 0
OFFICE EXPENSE	12	12	0	23
INVESTMENT FEES	35	35	0	23
Total	\$ 35	\$ 12	\$ 0	\$ 23

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**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
			Cost	\$ 937,214
TOTAL	\$ 284,895	\$ 253,526		
Total	\$ 284,895	\$ 253,526		\$ 937,214

**Federal Statements****Statement 5 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents****Description**

WRITTEN DESCRIPTION OF THE ORGANIZATION, PURPOSE OF APPLICATION AND PROOF OF TAX-EXEMPT STATUS.

**Statement 6 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations****Description**

GRANTS ARE MADE FOR CULTURAL, EDUCATIONAL, CIVIC ACTIVITIES AND CHARITABLE REASONS. PRIMARY GEOGRAPHIC LIMITATIONS ARE THE TRI-COUNTY AREA WITH PRIMARY EMPHASIS GIVEN TO THE OREGON CITY AREA.

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**Federal Statements**

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

Name	Address	Relationship	Status	Purpose	Amount
AUDUBON SOCIETY OF PORTLAND PORTLAND OR 97210	NONE	3151 NW CORNELL RD PUBLIC	ANIMAL		5,000
BLANCHET HOUSE PORTLAND OR 97209	NONE	340 NW GLISAN PUBLIC	HUMAN SERVICE		2,000
CHILDRENS CTR OF CLACKAMA OREGON CITY OR 97045	NONE	1500 DIVISION STREET PUBLIC	HUMAN SERVICE		2,000
FRIENDS OF THE COLUMBIA G PORTLAND OR 97204	NONE	522 SW 5TH AVE PUBLIC	ENVIRONMENTAL		2,000
HOYT ARBORETUM FRIENDS FD PORTLAND OR 97221	NONE	4000 FAIRVIEW BLVD PUBLIC	ENVIRONMENTAL		2,000
ILLAAHEE PORTLAND OR 97204	NONE	421 SW SIXTH PUBLIC	EDUCATION		2,500
LOAVES & FISHES PORTLAND OR 97206	NONE	6125 SE 62ND AVE PUBLIC	HUMAN SERVICE		3,000
NW HOUSING ALTERNATIVES MILWAUKIE OR 97222	NONE	2316 SE WILLARD ST PUBLIC	COMMUNITY		2,000
OREGON FOOD BANK PORTLAND OR 97238	NONE	PO BOX 55370 PUBLIC	HUMAN SERVICES		4,000
OREGON HISTORICAL SOCIETY PORTLAND OR 97205	NONE	1200 SW PARK AVE PUBLIC	COMMUNITY		2,000
PARROTT CREEK FAMILY SERV OREGON CITY OR 97045	NONE	501 PLEASANT AVE PUBLIC	COMMUNITY		2,000
PLANNED PARENTHOOD PORTLAND OR 97206	NONE	3231 SE 50TH AVE PUBLIC	HUMAN SERVICE		2,000
PORTLAND RESCUE MISSION PORTLAND OR 97209	NONE	111 W BURNSIDE PUBLIC	HUMAN SERVICE		3,000
SALVATION ARMY PORTLAND OR 97232	NONE	1785 NE SANDY BLVD PUBLIC	COMMUNITY		4,000
SISTERS OF THE ROAD CAFE PORTLAND OR 97209	NONE	133 N SIXTH AVE PUBLIC	HUMAN SERVICE		4,000
ST MARY'S BOYS HOME BEAVERTON OR 97005	NONE	16535 SW TUALATIN VALLEY PUBLIC	HUMAN SERVICE		2,000
PORTLAND FESTIVAL SYMPHONY PORTLAND OR 97207	NONE	PO BOX 585 PUBLIC	ARTS		2,500

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**Federal Statements**

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

Name	Address	Relationship	Address	Status	Purpose	Amount
PROJECT POOCH			PO BOX 305	PUBLIC	HUMAN SERVICES	2,000
LAKE OSWEGO OR 97034	NONE		515 NE 15TH AVE	PUBLIC	COMMUNITY	2,000
ALL CLASSICAL PUBLIC MEDI			PO BOX 2211	PUBLIC		
PORTLAND OR 97232	NONE			PUBLIC	EDUCATION	3,000
CLACKAMAS HISTORICAL SOC			19600 S MOLALLA AVE	PUBLIC	ARTS	2,000
OREGON CITY OR 97045	NONE		PO BOX 2592	PUBLIC	HUMAN SERVICE	3,500
CLACKAMAS VOLUNTEERS IN MEDICINE				PUBLIC		
OREGON CITY OR 97045	NONE		5288 N INTERSTATE AVE	PUBLIC		
PROUD GROUND				PUBLIC	COMMUNITY	2,000
PORTLAND OR 97217	NONE		6601 NE KILLINGSWORTH ST	PUBLIC		
COMMUNITY TRANSITIONAL SCHOOL				PUBLIC	EDUCATION	2,000
PORTLAND OR 97218	NONE					
Total						62,500