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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 11-01-2013 , and ending 10-31-2014

Name of foundation
ELIZABETH C POOL CHARITABLE TR UMA

A Employer identification number
91-6577853

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 0634

Room/suite

B Telephone number (see instructions)
(503) 464-3580

City or town, state or province, country, and ZIP or foreign postal code
MILWAUKEE, WI 532010634

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 3,919,931

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

	Line	Description	(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)	1,495,520			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	41,043	41,043		
	5a	Gross rents	40,581	40,581	40,581	
	b	Net rental income or (loss) 14,563				
	6a	Net gain or (loss) from sale of assets not on line 10	29,515			
	b	Gross sales price for all assets on line 6a 1,067,513				
	7	Capital gain net income (from Part IV, line 2)		29,515		
	8	Net short-term capital gain			0	
	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	1,606,659	111,139	40,581	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	30,534	27,480		3,053
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	947	947		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	26,043			25
	24	**Total operating and administrative expenses.** Add lines 13 through 23	57,524	28,427	0	3,078
	25	Contributions, gifts, grants paid	122,795			122,795
	26	**Total expenses and disbursements.** Add lines 24 and 25	180,319	28,427	0	125,873
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	1,426,340			
	b	**Net investment income** (if negative, enter -0-)		82,712		
	c	**Adjusted net income** (if negative, enter -0-)			40,581	

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets				
1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	15,630	110,186	110,186
3	Accounts receivable ▶ 81			
	Less allowance for doubtful accounts ▶	3,953	81	81
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
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)	899,657	859,831	968,055
c	Investments—corporate bonds (attach schedule)	598,373	537,307	532,441
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)		367,342	2,309,168
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,517,613	1,874,747	3,919,931
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	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	1,517,613	1,874,747	
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 page 17 of the instructions)	1,517,613	1,874,747	
31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	1,517,613	1,874,747	

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	1,517,613
2	Enter amount from Part I, line 27a	2	1,426,340
3	Other increases not included in line 2 (itemize) ▶	3	2,206
4	Add lines 1, 2, and 3	4	2,946,159
5	Decreases not included in line 2 (itemize) ▶	5	1,071,412
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,874,747

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	29,515
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 page 18 of 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	80,404	1,596,330	0 050368
2011	72,049	1,551,539	0 046437
2010	76,510	1,623,705	0 047121
2009	74,776	1,551,235	0 048204
2008	83,935	1,567,286	0 053554

2	**Total** of line 1, column (d).	2	0 245684
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 049137
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,832,595
5	Multiply line 4 by line 3.	5	139,185
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	827
7	Add lines 5 and 6.	7	140,012
8	Enter qualifying distributions from Part XII, line 4.	8	125,873

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 page 18 of the 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	1,654
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	1,654
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	1,654
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	768		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	768
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	886
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** ▶ 0 **Refunded** ▶			11	0

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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ WA			
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*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶

14 The books are in care of ▶US BANK Telephone no ▶(503) 464-3580

Located at ▶555 SW OAK PORTLAND OR ZIP+4 ▶97208

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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 page 20 of the instructions)?		1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c		No
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		No
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.)*		3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		No
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		No

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)?	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? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		

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

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

Total number of other employees paid over $50,000 ▶	0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)*

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services . . . . ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the 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	2,813,684
b	Average of monthly cash balances	1b	62,047
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,875,731
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	2,875,731
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	43,136
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,832,595
6	**Minimum investment return.** Enter 5% of line 5	6	141,630

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	141,630
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 1,654		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	1,654
3	Distributable amount before adjustments Subtract line 2c from line 1	3	139,976
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	139,976
6	Deduction from distributable amount (see instructions)	6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	139,976

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	125,873
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	125,873
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	125,873

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					139,976
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				0	
b Total for prior years 2011 , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2013					
a From 2008.	0				
b From 2009.	0				
c From 2010.	0				
d From 2011.	0				
e From 2012.	702				
f Total of lines 3a through e.		702			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 125,873					
a Applied to 2012, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					125,873
e Remaining amount distributed out of corpus		0			
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		702			702
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					13,401
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .		0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		0			
10 Analysis of line 9					
a Excess from 2009. . . .	0				
b Excess from 2010. . . .	0				
c Excess from 2011. . . .	0				
d Excess from 2012. . . .	0				
e Excess from 2013. . . .	0				

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

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 organization 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 organization 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))

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

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

US BANK CO JEAN EDWARDS
428 W RIVERSIDE STE 700
SPOKANE, WA 99201
(509) 353-7085

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

CONTACT JEAN EDWARDS

c Any submission deadlines

CONTACT JEAN EDWARDS

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

GRANTS FOR HUMAN HEALTH, HUMAN HOUSING AND SHELTER FOR WOMEN AND CHILDREN SUFFERING UNDER THE THREAT OF PHYSICAL HARM, YOUTH DEVELOPMENT FOR UNDERPRIVILEGED - EASTERN WASHINGTON OR NORTHERN ID

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				122,795
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	41,043	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.				0	
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	29,515	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a FARM			01	40,581	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				111,139	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 111,139

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	**1a(1)**		No
(2) Other assets.	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
(4) Reimbursement arrangements.	**1b(4)**		No
(5) Loans or loan guarantees.	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-03-04	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
DONALD J ROMAN		2015-03-04	☑	P00364310

Firm's name	PRICEWATERHOUSECOOPERS LLP	Firm's EIN 13-4008324
Firm's address	600 GRANT STREET PITTSBURGH, PA 15219	Phone no (412) 355-6000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
523 536 ABERDEEN FDS EMRGN		2012-10-02	2013-11-01
772 IPATH DOW JONES UBS COMMODITY		2012-04-02	2013-11-01
260 IPATH DOW JONES UBS COMMODITY		2013-08-28	2013-11-01
100 COACH INC		2013-08-28	2013-11-01
2121 051 CREDIT SUISSE COMM RET ST CO		2013-05-07	2013-11-01
2974 971 CREDIT SUISSE COMM RET ST CO		2012-04-02	2013-11-01
45 CUMMINS INC		2012-08-29	2013-11-01
6 GOOGLE INC CL A		2013-05-07	2013-11-01
137 J P MORGAN CHASE & CO		2012-04-02	2013-11-01
135 LOWES COMPANIES INC		2013-03-22	2013-11-01
70 NATIONAL-OILWELL INC		2013-08-28	2013-11-01
29 NATIONAL-OILWELL INC		2012-04-02	2013-11-01
1394 237 NUVEEN REAL ESTATE SECS I		2011-10-17	2013-11-01
67 752 NUVEEN REAL ESTATE SECS I		2012-04-02	2013-11-01
498 504 NUVEEN SHORT TERM BOND FUND CL I		2012-10-02	2013-11-01
122 806 NUVEEN SMALL CAP GWTH OPP CL I		2012-10-02	2013-11-01
203 NUVEEN SMALL CAP GWTH OPP CL I		2012-04-02	2013-11-01
45 454 NUVEEN SMALL CAP GWTH OPP CL I		2013-05-07	2013-11-01
45 PERRIGO CO		2013-07-02	2013-11-01
420 087 ROBECO BOSTON PARTNERS L S RSRCH		2013-07-02	2013-11-01
165 782 T ROWE PRICE MID CAP VALUE FD INC		2009-10-23	2013-11-01
325 SCHWAB CHARLES CORP		2012-08-29	2013-11-01
70 VARIAN MED SYS INC		2012-08-29	2013-11-01
60 ACE LTD		2013-07-02	2013-11-01
41 MOLEX INC CL A		2012-04-02	2013-12-09
50000 CLARK CNTY NV SCH 5 000% 6/15/15		2006-01-20	2013-12-15
5 ONE GAS INC W I		2012-04-02	2014-03-14
938 42 ABERDEEN FDS EMRGN		2012-10-02	2014-04-22
904 259 AMERICAN CENTY INTL BOND FD INSTL		2013-07-02	2014-04-22
130 ISHARES MSCI EMERGING MARKETS ETF		2013-07-02	2014-04-22

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
34 MONDELEZ INTERNATIONAL W I		2012-04-02	2014-04-22
100 MONSTER BEVERAGE CORP		2013-01-08	2014-04-22
612 158 LOOMIS SAYLES STRATEGIC ALPHA FUND Y		2013-08-28	2014-04-22
2840 635 NUVEEN CORE PLUS BOND I		2012-10-02	2014-04-22
2048 32 NUVEEN SHORT TERM BOND FUND CL I		2012-10-02	2014-04-22
11 ONE GAS INC W I		2012-04-02	2014-04-22
46 ONEOK INC		2012-04-02	2014-04-22
2380 926 P I M C O FDS TOTAL RETURN FD		2012-10-02	2014-04-22
1971 33 ROBECO BOSTON PARTNERS L S RSRCH		2013-08-28	2014-04-22
130 SPDR DOW JONES INTERNATIONAL ETF		2013-08-28	2014-04-22
1008 SPDR DOW JONES INTERNATIONAL ETF		2011-06-16	2014-04-22
567 087 SCOUT INTERNATIONAL FUND		2011-11-17	2014-04-22
24 STARBUCKS CORP		2012-04-02	2014-04-22
115 WELLS FARGO & CO NEW		2013-07-19	2014-04-22
75 YUM BRANDS INC		2013-11-01	2014-04-22
75 EATON CORP PLC		2013-11-01	2014-04-22
37 EATON CORP PLC		2012-11-30	2014-04-22
1598 555 ABERDEEN FDS EMRGN		2013-03-22	2014-04-25
595 192 LAUDUS INTERNATIONAL MARKETMASTERS		2013-07-19	2014-04-25
25 NOW INC DE W I		2014-04-22	2014-06-23
356 379 AMERICAN CENTY INTL BOND FD INSTL		2013-11-01	2014-07-22
2637 604 AMERICAN CENTY INTL BOND FD INSTL		2013-07-02	2014-07-22
1564 827 OPPENHEIMER SENIOR FLOATING RATE I		2014-04-22	2014-07-22
6728 198 OPPENHEIMER SENIOR FLOATING RATE I		2013-07-19	2014-07-22
3196 818 BLACKROCK EMERGING MKTS L S EQTY IS		2014-04-22	2014-07-23
32 CONAGRA INC		2012-04-02	2014-07-23
56 EMERSON ELECTRIC CO		2012-04-02	2014-07-23
100 GILEAD SCIENCES INC		2013-07-02	2014-07-23
10 GOOGLE INC CL C		2014-04-22	2014-07-23
14 MCDONALDS CORP		2012-04-02	2014-07-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
65 NATIONAL-OILWELL INC		2014-04-22	2014-07-23
140 SOUTHERN COPPER CORP DEL		2013-03-22	2014-07-23
50000 SPRING FORD PA 4 250% 9/01/14		2006-03-15	2014-09-01
1689 625 BLACKROCK EMERGING MKTS L S EQTY IS		2014-04-22	2014-10-10
82 COCA COLA CO		2012-04-02	2014-10-10
297 E M C CORP MASS		2012-08-29	2014-10-10
355 E M C CORP MASS		2014-07-23	2014-10-10
7028 809 GOLDMAN SACHS COMM STRAT INS		2013-11-22	2014-10-10
80 MOTOROLA SOLUTIONS INC		2014-04-22	2014-10-10
3678 342 NUVEEN CORE PLUS BOND I		2013-08-28	2014-10-10
1743 534 NUVEEN INFLATION PRO SEC CL I		2012-09-22	2014-10-10
3679 344 P I M C O FDS TOTAL RETURN FD		2013-05-07	2014-10-10
1485 773 LAUDUS INTERNATIONAL MARKETMASTERS		2013-07-19	2014-10-10
965 918 SCOUT INTERNATIONAL FUND		2011-11-17	2014-10-10
34 STATE STREET CORP		2012-04-02	2014-10-10
24 TEXAS INSTRS INC		2012-04-02	2014-10-10
867 07069 ABERDEEN FDS EMRGN		2013-11-26	2014-10-17
2947 36331 ABERDEEN FDS EMRGN		2014-10-10	2014-10-17
CAPITAL GAIN DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
7,973		7,793	180
27,994		37,172	-9,178
9,428		10,139	-711
5,023		5,247	-224
15,144		16,647	-1,503
21,241		27,645	-6,404
5,800		4,385	1,415
6,151		5,158	993
7,144		6,286	858
6,669		5,107	1,562
5,638		5,228	410
2,336		2,317	19
30,966		24,289	6,677
1,505		1,416	89
5,000		5,015	-15
3,634		2,827	807
6		5	1
1,345		1,146	199
6,293		5,493	800
5,831		5,495	336
5,010		3,336	1,674
7,465		4,342	3,123
5,050		4,194	856
5,737		5,372	365
1,586		962	624
50,000		54,020	-4,020
18		10	8
14,058		14,170	-112
12,877		12,153	724
5,412		4,946	466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,198		845	353
6,798		5,015	1,783
6,158		6,146	12
32,951		33,948	-997
20,586		20,606	-20
393		228	165
2,871		1,642	1,229
25,738		27,587	-1,849
28,880		26,079	2,801
5,523		5,088	435
42,822		39,966	2,856
21,164		15,856	5,308
1,705		1,355	350
5,678		5,096	582
5,795		5,123	672
5,603		5,237	366
2,764		1,881	883
23,563		24,874	-1,311
14,285		13,041	1,244
9		8	1
5,150		5,000	150
38,113		35,449	2,664
13,129		13,098	31
56,450		56,076	374
33,119		31,904	1,215
993		838	155
3,746		2,937	809
8,970		5,234	3,736
5,958		5,351	607
1,335		1,370	-35

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,601		4,819	782
4,614		5,058	-444
50,000		51,248	-1,248
17,572		16,862	710
3,667		3,035	632
8,390		8,268	122
10,029		10,245	-216
35,566		39,502	-3,936
4,771		5,052	-281
42,669		43,664	-995
19,510		20,685	-1,175
40,326		42,019	-1,693
32,330		32,553	-223
32,609		27,007	5,602
2,331		1,552	779
1,027		797	230
12,599		12,781	-182
42,825		46,439	-3,614
			9,895

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			180
			-9,178
			-711
			-224
			-1,503
			-6,404
			1,415
			993
			858
			1,562
			410
			19
			6,677
			89
			-15
			807
			1
			199
			800
			336
			1,674
			3,123
			856
			365
			624
			-4,020
			8
			-112
			724
			466

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			353
			1,783
			12
			-997
			-20
			165
			1,229
			-1,849
			2,801
			435
			2,856
			5,308
			350
			582
			672
			366
			883
			-1,311
			1,244
			1
			150
			2,664
			31
			374
			1,215
			155
			809
			3,736
			607
			-35

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			782
			-444
			-1,248
			710
			632
			122
			-216
			-3,936
			-281
			-995
			-1,175
			-1,693
			-223
			5,602
			779
			230
			-182
			-3,614

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SPOKANE GUILD SCHOOL ATTN KENNETH DANIEL 2118 WEST GARLAND AVE SPOKANE, WA 99205	NONE	PUBLIC	GENERAL SUPPORT	6,245
ANNA OGDEN HALL ATTN KARI REESE 2828 W MALLON SPOKANE, WA 99201	NONE	PUBLIC	GENERAL SUPPORT	3,750
CRISIS SHELTER FOR WOMEN & CHILDREN ATTN RICH SHAUS 1234 E SPRAGUE SPOKANE, WA 99202	NONE	PUBLIC	GENERAL SUPPORT	3,250
CHILDREN FIRST ATTN KATHY BLAIR 3010 N INDUSTRIAL PARK SPOKANE, WA 99216	NONE	PUBLIC	GENERAL SUPPORT	3,075
NEW HORIZON CARE CENTERS INC ATTN LISA PIACQUADIO PO BOX 4627 SPOKANE, WA 99220	NONE	PUBLIC	GENERAL SUPPORT	1,886
BIG BROTHERS BIG SISTERS ATTN DARIN CHRISTENSEN 222 E MISSION AVE STE 210 SPOKANE, WA 99201	NONE	PUBLIC	GENERAL SUPPORT	3,750
CATHOLIC CHARITIES OF SPOKANE ATTN NADINE VAN STONE 101 E HARTSON SPOKANE, WA 99202	NONE	PUBLIC	GENERAL SUPPORT	6,071
FAMILY PROMISE OF SPOKANE ATTN MADELYN BAFUS 608 S RICHARD ALLEN CT 5 SPOKANE, WA 99202	NONE	PUBLIC	GENERAL SUPPORT	3,750
MISSION POSSIBLE KIDS ATTN WENDY MONTGOMERY 3928 N HOWARD SPOKANE, WA 99205	NONE	PUBLIC	GENERAL SUPPORT	250
RONALD MCDONALD HOUSE ATTN COLLEEN FOX 1015 W 5TH AVE SPOKANE, WA 99204	NONE	PUBLIC	GENERAL SUPPORT	5,700
THE SALVATION ARMY ATTN CARA CAHOON PO BOX 9108 SPOKANE, WA 99209	NONE	PUBLIC	GENERAL SUPPORT	16,000
WOMENS AND CHILDRENS FREE RESTAURANT ATTN MARLENE ALFORD 1620 N MONROE STREET SPOKANE, WA 99205	NONE	PUBLIC	GENERAL SUPPORT	5,077
MORNING STAR FOUNDATION ATTN ROBERT MORGAN PO BOX 31330 SPOKANE, WA 99223	NONE	PUBLIC	CAPITAL OR PROGRAM	12,799
LILAC BLIND FOUNDATION 1212 N HOWARD STREET SPOKANE, WA 99201	NONE	PUBLIC	CAPITAL OR PROGRAM	12,798
MARY QUEEN OF HEAVEN CATHOLIC CHURCH PO BOX 125 MEDICAL LAKE, WA 99022	NONE	PUBLIC	CAPITAL OR PROGRAM	12,798
Total . . . . ▶ **3a**				122,795

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
VANESSA BEHAN CRISIS NURSERY 1004 EAST 8TH AVENUE SPOKANE, WA 99202	NONE	PUBLIC	CAPITAL OR PROGRAM	12,798
SACRED HEART MEDICAL CENTER ATTN JOYCE CAMERON PO BOX 2555 SPOKANE, WA 99220	NONE	PUBLIC	CAPITAL OR PROGRAM	12,798
Total . . . . ▶ **3a**				122,795

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ **Attach to Form 990, 990-EZ, or 990-PF.**
▶ **Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.**

OMB No 1545-0047

2013

Name of the organization
ELIZABETH C POOL CHARITABLE TR UMA

Employer identification number
91-6577853

Organization type (check one)

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions of $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization
ELIZABETH C POOL CHARITABLE TR UMA

Employer identification number
91-6577853

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELIZABETH C POOL DECD TRUST C/O US BANK PO BOX 3168 PORTLAND, OR97208	$ 1,495,520	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
ELIZABETH C POOL CHARITABLE TR UMA

Employer identification number
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Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	FARM LAND	$ 1,438,717	2014-04-09

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
ELIZABETH C POOL CHARITABLE TR UMA

Employer identification number
91-6577853

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry
For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2013 Investments Corporate Bonds Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Name of Bond	End of Year Book Value	End of Year Fair Market Value
SPRING FORD AREA SCH DIST PA		
CLARK CNTY NV SCH DIST		
OREM UT 4.000	51,875	53,294
DENTON TX INDPT SCH DIST 4.500	53,190	55,305
DRIEHAUS ACTIVE INCOME FUND	56,739	56,566
NUVEEN CORE PLUS BOND	23,759	23,690
NUVEEN SHORT TERM BOND FD	41,410	41,090
AMERICAN CENTY INTL BOND		
CREDIT SUISSE COMM RET		
LOOMIS SAYLES STRATEGIC ALPHA	4,945	5,015
OPPENHEIMER SR FLOAT RATE	137,235	134,996
PIMCO TOATL RETURN FUND		
DOUBLELINE TOTAL	22,766	22,683
ISHARES JPMORGAN USD EMERGING	67,547	68,235
T ROWE PRICE INTL BOND FUND	52,676	49,492
GOLDMAN SACHS COMM STRAT	25,165	22,075

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TY 2013 Investments Corporate Stock Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LAUDUS INTL MRKTMASTERS INV	82,152	85,255
T ROWE PRICE MID CAP GROWTH	39,157	49,231
T ROWE PRICE MID CAP VALUE	29,991	40,297
AMERICAN CENTURY SMALL CAP VAL	21,620	23,689
NUVEEN REAL ESTATE SEC	78,234	87,806
SPDR WILSHIRE INTL		
IPATH DOWN JONES COMMODITY		
NUVEEN INFLATION PRO SEC	35,191	33,525
ALTRIA GROUP	934	1,450
ANADARKO PETROLEUM	11,373	11,748
APPLE INC	12,585	16,632
ATT	2,546	2,822
BANKUNITED	301	359
BERKSHIRE HATHAWAY	7,187	12,334
BLACKROCK INC	2,050	3,411
CATERPILLAR	11,919	12,676
CENTURYLINK INC	1,199	1,286
CHEVRON CORPORATION	5,607	5,997
CITIGROUP INC	1,655	2,409
COACH	15,281	13,580
COCA COLA CO		
COGNIZANT TECH SOLUTIONS	5,227	7,816
CONAGRA FOODS		
CONOCOPHILLIPS	768	938
CULLEN FROST BANKERS	2,049	2,828
CUMMINS INC	5,172	5,116
DOW CHEM	1,072	1,531
EMC CORPORATION		
EATON CORP		
EMERSON ELEC CO		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPRESS SCRIPTS	7,996	11,216
FIDELITY NATL INFORMATION SVCS	5,120	6,131
FIFTH THIRD BANK	5,014	5,297
GENERAL DYNAMICS CORP	810	1,537
GENERAL ELECTRIC CORP	6,988	7,356
GILEAD SCIENCES		
GOOGLE INC		
HASBRO INC	5,558	6,041
INTEL CORP	1,690	2,041
ITC HLDGS CORP	1,613	2,495
JP MORGAN CHASE	7,013	7,560
KINDER MORGAN INC	5,033	5,805
LIBERTY PPTY TR	779	765
MAXIM INTERGRATED PRODS INC	1,130	1,174
MCCORMICK CO	1,969	2,546
MCDONALDS CORP		
MICROSOFT CORP	4,643	6,761
MID-AMER APT CMNTYS	803	848
MOLEX INC		
MONDELEZ INTERNATIONAL		
NATIONAL OILWELL VARCO		
NEXTERA ENERGY	2,716	4,410
OCCIDENTAL PETROLEUM CORP	6,119	5,603
OLD REP INTL CORP	430	591
ONEOK INC		
PPG INDS	1,062	2,241
PPL CORPORATION	1,241	1,539
PERRIGO CO	5,292	5,651
PFIZER INC	5,923	7,428
PHILLIP MORIS INTL	4,740	4,717

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILLIPS 66	5,063	5,887
PRAXAIR INC	1,032	1,134
PRUDENTIAL FINANCIAL INC	1,540	2,125
QUALCOMM INC	18,500	20,727
REDWOOD TR	606	996
SCHWAB CHARLES CORP		
SOUTHERN COPPER CORP DEL		
STARBUCKS CORP		
STATE STR CORP		
STERICYCLE INC	5,012	5,670
TEXAS INSTRUMENTS INC		
TIME WARNER CABLE	5,602	5,888
UNION PACIFIC CORP	1,850	3,959
VARIAN MED SYS		
VERISK ANALYTICS	4,024	5,362
VERIZON COMMUNICATIONS	2,572	3,367
VISA INC CLASS A	5,560	7,243
WESTAR ENERGY INC	812	1,096
WHIRLPOOL CORP	5,427	6,022
WINDSTREAM CORP	1,116	1,153
ACCENTURE PLC	2,735	3,407
CARNIVAL CORP	926	1,164
GLAXO SMITHKLINE ADR	1,004	1,001
NOVO NORDISK AS ADR	2,032	3,163
SCHLUMBERGER LTD	5,109	5,426
TEVA PHARMACEUTICAL	9,935	10,729
UNILEVER NV ADR	3,307	3,718
ABERDEEN FDS EMRGN MKT INSTL	78,721	79,089
NUVEEN SMALL CAP GWTH OPP	22,289	22,920
SCOUT INTERNATIONAL FUND	78,996	85,029

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBVIE INC	4,591	8,757
JOHNSON JOHNSON	1,586	2,587
LOWES CO INC	10,302	10,868
MONSTER BEVERAGE CORP		
PINNACLE WEST CAP CORP	5,108	5,532
PRICELINE COM INC	5,284	9,650
WELLS FARGO CO		
ACE LTD		
COVIDIEN PLC	5,173	7,857
HIGHLAND LONG SHORT EQUITY FUN	65,524	69,551
ISHARES MSCI EMERGING		
ROBECO BOSTON PARTNERS L S		
BEST BUY CO INC	5,143	4,097
CVS HEALTH CORPORATION	5,328	7,294
M T BANK CORP	10,542	10,996
MEAD JOHNSON NUTRITION CO	5,141	5,959
NOW INC DE WI	534	481
PROCTER AND GAMBLE CO	5,266	5,672
BLACKROCK EMERGING MKTS EQUITY	9,587	9,990

TY 2013 Investments - Other Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
REAL ESTATE - FARM/AG #720545	AT COST	100,345	417,555
REAL ESTATE - FARM/AG #720546	AT COST	266,995	425,334
REAL ESTATE - FARM/AG #720547	AT COST	1	543,731
REAL ESTATE - FARM/AG #720548	AT COST	1	922,548

TY 2013 Other Decreases Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Description	Amount
2012 WINDSTREAM ADJ	37
ADJUST FOR FMV VS COST ON CONTRIBUTION OF FARM	1,071,375

TY 2013 Other Expenses Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE FILING FEE	25	0		25
Rent and Royalty Expense	26,018			

TY 2013 Other Increases Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Description	Amount
TAX REFUND	2,194
REFUND	7
ROUNDING	5

TY 2013 Substantial Contributors Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Name	Address
ELIZABETH C POOL DECD TRUST	C/O US BANK PO BOX 3168 PORTLAND, OR 97208

TY 2013 Taxes Schedule

Name: ELIZABETH C POOL CHARITABLE TR UMA

EIN: 91-6577853

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	37	37		0
FOREIGN TAXES ON QUALIFIED FOR	840	840		0
FOREIGN TAXES ON NONQUALIFIED	70	70		0