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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning April 18 **, 2014, and ending** December 31 **, 20** 14

Name of foundation
UMPQUA BANK CHARITABLE FOUNDATION

A Employer identification number
47-1247608

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1 SW COLUMBIA ST | 1200

B Telephone number (see instructions)
503-727-4130

City or town, state or province, country, and ZIP or foreign postal code
PORTLAND, OR 97258

C If exemption application is pending, check here ▶ ☑

G Check all that apply ☑ Initial return ☐ Initial return of a former public charity ☐ Final return ☑ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 9,123,414 04

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)	10,000,000 00			
	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				
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)				
	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)	35 00	0 00		
	12	**Total.** Add lines 1 through 11	10,000,035 00	0 00		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)				
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications	532 70	0 00		532 70
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	532 70	0 00		532 70
	25	Contributions, gifts, grants paid	993,598 57			876,088 26
	26	**Total expenses and disbursements.** Add lines 24 and 25	994,131 27	0 00		876,620 96
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	9,005,903 73			
	b	**Net investment income** (if negative, enter -0-)		0 00		
	c	**Adjusted net income** (if negative, enter -0-)				

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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	0 00	9,123,414 04	9,123,414 04
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		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)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	0 00	9,123,414 04	9,123,414 04
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable	0 00	117,510 31	
	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 00	117,510 31	
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	0 00	10,000,000 00	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	0 00	(994,096 27)	
	30	**Total net assets or fund balances** (see instructions)	0 00	9,005,903 73	
	31	**Total liabilities and net assets/fund balances** (see instructions)	0 00	9,123,414 04	

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	0 00
2	Enter amount from Part I, line 27a	2	9,005,903 73
3	Other increases not included in line 2 (itemize) ▶	3	0 00
4	Add lines 1, 2, and 3	4	9,005,903 73
5	Decreases not included in line 2 (itemize) ▶	5	0 00
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,005,903 73

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				
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	
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))
2013			
2012			
2011			
2010			
2009			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	0	00
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	00
3	Add lines 1 and 2	3	0	00
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0	00
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	0	00
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a			
b	Exempt foreign organizations—tax withheld at source — 6b			
c	Tax paid with application for extension of time to file (Form 8868) — 6c			
d	Backup withholding erroneously withheld — 6d			
7	Total credits and payments. Add lines 6a through 6d	7	0	00
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	0	00
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	0	00
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0	00
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11		

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		✓
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		✓
	*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		✓
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		✓
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		✓
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		✓
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		✓
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	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OREGON			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	✓	
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 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		✓
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		✓

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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		✓
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		✓
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	✓	

Website address ▶ www.umpquabank.com/communitygiving

14 The books are in care of ▶ ACCOUNTING DEPARTMENT Telephone no ▶ 503-268-6673

Located at ▶ 20085 NW TANASBOURNE DRIVE, HILLSBORO, OR ZIP+4 ▶ 97124

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 2014, 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		✓
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly 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

			Yes	No
	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)?	1b		
	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 2014?	1c		✓
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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . ☐ 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		✓
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 2014 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 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		✓
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 2014?	4b		✓

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

5a	During the year did the foundation pay or incur any amount to				
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☑ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☑ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☑ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (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	✓
	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
SEE ATTACHED SCHEDULE				

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

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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 NONE	0 00
2 NONE	0 00
3 NONE	0 00
4 NONE	0 00

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 NONE	0 00
2 NONE	0 00
All other program-related investments See instructions 3 NONE	0 00
Total. Add lines 1 through 3 ▶	0 00

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes·		
a	Average monthly fair market value of securities	1a	0 00
b	Average of monthly cash balances	1b	9,610,324 17
c	Fair market value of all other assets (see instructions)	1c	0 00
d	**Total** (add lines 1a, b, and c)	1d	9,610,324 17
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0 00		
2	Acquisition indebtedness applicable to line 1 assets	2	0 00
3	Subtract line 2 from line 1d	3	9,610,324 17
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	144,155 00
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,466,169 17
6	**Minimum investment return.** Enter 5% of line 5	6	473,308 00

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	473,308 00
2a	Tax on investment income for 2014 from Part VI, line 5	2a	0 00		
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	0 00		
c	Add lines 2a and 2b			2c	0 00
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	473,308 00
4	Recoveries of amounts treated as qualifying distributions			4	0 00
5	Add lines 3 and 4			5	473,308 00
6	Deduction from distributable amount (see instructions)			6	0 00
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	473,308 00

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	876,620 96
b	Program-related investments—total from Part IX-B	1b	0 00
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	0 00
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0 00
b	Cash distribution test (attach the required schedule)	3b	0 00
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	876,620 96
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 00
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	876,620 96

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.

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Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1	Distributable amount for 2014 from Part XI, line 7				473,308 00
2	Undistributed income, if any, as of the end of 2014:				
a	Enter amount for 2013 only			0 00	
b	Total for prior years: 20___,20___,20___		0 00		
3	Excess distributions carryover, if any, to 2014:				
a	From 2009				
b	From 2010				
c	From 2011				
d	From 2012				
e	From 2013				
f	**Total** of lines 3a through e	0 00			
4	Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 876,620 96				
a	Applied to 2013, but not more than line 2a			0 00	
b	Applied to undistributed income of prior years (Election required—see instructions)		0 00		
c	Treated as distributions out of corpus (Election required—see instructions)	0 00			
d	Applied to 2014 distributable amount				473,308 00
e	Remaining amount distributed out of corpus	403,312 96			
5	Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0 00			0 00
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5	403,312 96			
b	Prior years' undistributed income Subtract line 4b from line 2b		0 00		
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 00		
d	Subtract line 6c from line 6b Taxable amount—see instructions		0 00		
e	Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0 00	
f	Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0 00
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)	0 00			
8	Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0 00			
9	**Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	403,312 96			
10	Analysis of line 9				
a	Excess from 2010				
b	Excess from 2011				
c	Excess from 2012				
d	Excess from 2013				
e	Excess from 2014 403,312 96				

AMENDED

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 2014, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter. (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

NICOLE STEIN, 1 SW COLUMBIA ST, STE 1200, PORTLAND, OR 97258 503-727-4130

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

WEB APPLICATION AT www umpquabank com/communitygiving PLEASE PROVIDE A PROJECT DESCRIPTION, FINANCIAL INFORMATION, TAX STATUS VERIFICATION AND CONTACT INFORMATION

c Any submission deadlines·

MARCH 31ST, JUNE 30TH, SEPTEMBER 30, DECEMBER 31ST

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

LIMITED TO OR, WA, NV, ID, CA, INSTITUTIONS ARE REQUIRED TO BE 501(C)(3), FIELDS ARE EDUCATION, YOUTH DEV, ECONOMIC DEV

AMENDED

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 ATTACHED LISTING				
Total ▶ **3a**				993,598 57
b *Approved for future payment*				
SEE ATTACHED LISTING				
Total ▶ **3b**				484,000 00

A M E N D E D

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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					
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0 00		0 00	0 00
13 **Total.** Add line 12, columns (b), (d), and (e)				13	0 00

(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)
	N/A

AMENDED

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

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

Signature of officer or trustee | Date: 8/15/16 | Title: TAX DIRECTOR

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN

Firm's name ▶ | Firm's EIN ▶

Firm's address ▶ | Phone no

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 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

2014

Name of the organization	Employer identification number
UMPQUA BANK CHARITABLE FOUNDATION	47-1247608

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, contributions totaling $5,000 or more (in money or property) from any one contributor. Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33⅓% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling $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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

AMENDED

Name of organization	Employer identification number
UMPQUA BANK CHARITABLE FOUNDATION	47-1247608

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	UMPQUA BANK 20085 NW TANASBOURNE DRIVE HILLSBORO, OR 97124	$ 10,000,000 00	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)

AMENDED

Name of organization	Employer identification number
UMPQUA BANK CHARITABLE FOUNDATION	47-1247608

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
		$	

(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
		$	

AMENDED

Name of organization: UMPQUA BANK CHARITABLE FOUNDATION

Employer identification number: 47-1247608

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** 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

AMENDED

Part I, Line 23 - Other Expenses

Description	Amount
CORRESPONDENT/BANK CHARGES	35 00
LICENSES & REGISTRATIONS	-
	35 00

AMENDED

Part VIII - Information about Officers Directors Trustees Foundation Managers, Highly Paid Employees, and Contractors

Name	Address	Title	Average hours per week	Compensation	Contributions to employee benefit plans and deferred compensation	Expense Account other allowances
Ray Davis	1 SW Columbia St, Suite 1200 Portland OR 97258	President	1	$0 00	$0 00	$0 00
Eve Callahan	1 SW Columbia St, Suite 1200 Portland OR 97258	Vice President Secretary Treasurer	1	$0 00	$0 00	$0 00
Marty Dickinson	707 W Main Avenue Suite 502 Spokane WA 99201	Director	1	$0 00	$0 00	$0 00
Cort O'Haver	1 SW Columbia St, Suite 1200 Portland OR 97258	Director	1	$0 00	$0 00	$0 00
Greg Seibly	1 SW Columbia St, Suite 1200 Portland OR 97258	Director	1	$0 00	$0 00	$0 00
Ky Fullerton	1 SW Columbia St, Suite 1200 Portland OR 97258	Director Assistant Secretary	1	$0 00	$0 00	$0 00
Nicole Stern	1 SW Columbia St, Suite 1200 Portland OR 97258	Director Assistant Vice President	10	$0 00	$0 00	$0 00
Neal McLaughlin	1 SW Columbia St, Suite 1400 Portland OR 97258	Officer Assistant Treasurer	1	$0 00	$0 00	$0 00

Part XV, 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

a - Paid during the year

Recipient Name	Address	City	St	Zip	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
Central Oregon Council on Aging	373 Ne Greenwood Ave	Bend	OR	97701-4605		501(c)(3)	Foster Grandparent Program in Support of At-risk Youth	1 500 00
Boys & Girls Clubs of Thurston County	905 24th Way SW Ste A2	Olympia	WA	98502-6033		501(c)(3)	Project Learn	3 000 00
Touchet Valley Arts Council	Po Box 233	Dayton	WA	99328 0233		501(c)(3)	Columbia County Liberty Theater Children s Programs	2 000 00
Yolo Basin Foundation	Po Box 943	Davis	CA	95617-0943		501(c)(3)	Discover the Flyway Outdoor Science Education Program	5 000 00
Baker County Community Literacy Coalition	2400 Resort St	Baker City	OR	97814 2721		501(c)(3)	Children s Book Giveaway and Reading Program	3 000 00
Habitat for Humanity Seattle-King County	560 Naches Ave Sw Ste 110	Renton	WA	98057-2219		501(c)(3)	La Fortune In-plex	3 000 00
Encompass Northwest	1407 Boalch Ave Nw	North Bend	WA	98045-7994		501(c)(3)	Encompass Early Learning Programs	2 500 00
Sierra Nevada Journeys	190 E Liberty St	Reno	NV	89501-2209		501(c)(3)	Outdoor Overnight Learning for Low-Income WCSD Students	2 000 00
The Science Factory Inc		Eugene	OR	97440-1518		501(c)(3)	2014 15 School Group Visit Program	2 000 00
North Central Washington Business Loan Fund	Po Box 3032	Chelan	WA	98816-3032		501(c)(3)	Buzz on Biz Program	2 000 00
Kulshan Community Land Trust	1303 Commercial St Ste 6	Bellingham	WA	98225-4349		501(c)(3)	Homeownership Program	2 000 00
Boys & Girls Clubs of Spokane County	544 E Providence Ave	Spokane	WA	99207 1874		501(c)(3)	Be Great Program	4 000 00
Neighborhood Housing Services Inc	Po Box 8223	Boise	ID	83707 2223		501(c)(3)	Single Family Development Designed for Low to Moderate Income (LMI) Families	1 500 00
Life s Kitchen Inc	Po Box 6286	Boise	ID	83707-6286		501(c)(3)	Life Skills & Employability Training	1 500 00
Family Development Center	300 Jerrys Dr	Roseburg	OR	97470-1132		501(c)(3)	Family Development Center Program Expansion	175 000 00
Oregon Children's Foundation	101 SW Market St	Portland	OR	97201		501(c)(3)	Douglas County Expansion	25 920 00
United Way Of Spokane County	920 N Washington Street	Spokane	WA	99201-2229		501(c)(3)	Excelerate Success Kindergarten Readiness Collaborative Action Network	45 000 00
Second Harvest Food Bank of the Inland Northwest	1234 E Front Ave	Spokane	WA	99202-2148		501(c)(3)	Second Harvest at Schools Pilot	125 000 00
Arlington Kids Kloset	225 N Olympic Ave	Arlington	WA	98223-1336		501(c)(3)	Clothing and Hygiene Essentials for Low-income and Homeless Students	3 000 00
Riverbend Live	Po Box 2438	Winston	OR	97496-2438		501(c)(3)	Riverbend Live! Youth Theater	3 500 00
Channel 5 Public Broadcasting Inc	1670 North Virginia Street	Reno	NV	89503-0703		501(c)(3)	KNPB PBS KIDS Writers Contest	3 000 00
Habitat For Humanity of Clallam County	P O Box 1479	Port Angeles	WA	98362 0182		501(c)(3)	The Weaver Family Home	3 000 00
The University Foundation California State University Chico	Csuc Building 25 No 203	Chico	CA	95929 0246		501(c)(3)	Turning Risk into Success A SAGE Entrepreneurship Program	5 000 00
Somos Mayfair Inc	370-B S King Rd	San Jose	CA	95116 0000		501(c)(3)	In Our Hands Program	5 000 00
New Vision Santa Rosa Foundation	1260 N Dutton Ave Ste 272	Santa Rosa	CA	95401-4673		501(c)(3)	Mike Hauser Algebra Academy	5 000 00
Turning Point Community Center Inc	Po Box 773	Clatskanie	OR	97016-0773		501(c)(3)	Emergency food and shelter for low income families children and individuals	2 500 00
Boys & Girls Clubs Of Emerald Valley	1545 W 22nd Ave	Eugene	OR	97405-1882		501(c)(3)	Teen Program Expansion	5 000 00
Compass Housing Alliance	77 S Washington St	Seattle	WA	98104-2519		501(c)(3)	Compass on Dexter	3 000 00
Sonoma Valley Mentoring Alliance Inc	916 First Street West	Sonoma	CA	95476-7417		501(c)(3)	College Success Program	5 000 00
Safety Center Inc	3909 Bradshaw Rd	Sacramento	CA	95827 3803		501(c)(3)	Safety Center s J A D E program (Juvenile Alcohol & Drug Education)	3 000 00
Blue Mountain Action Council Inc	1520 Kelly Place Suite 140	Walla Walla	WA	99362 8607		501(c)(3)	Money Smart Program	5 000 00
Placer Food Bank	8284 Industrial Avenue	Roseville	CA	95678-5900		501(c)(3)	Kids BackPack Program	7 500 00
Journey Theater Arts Group	1400 Ne 136Th Ave Ste 201	Vancouver	WA	98684 0993		501(c)(3)	Community Liaison and Para Educational Outreach	2 500 00
Napa Valley Unified Educational Foundation	2425 Jefferson Street 103	Napa	CA	94558 4931		501(c)(3)	Academic Success Program - STEM Camp	5 000 00
Pomeroy School District	121 S 10th St	Pomeroy	WA	99347		Public Schoc	Pomeroy School District After School Program	2 500 00
Concerned Citizens	Po Box 1787	Forks	WA	98331-1787		501(c)(3)	Early Childhood Development Plus	3 000 00
Point Defiance Zoological Society	5400 North Pearl Street	Tacoma	WA	98407-3224		501(c)(3)	Low Income School Scholarship Fund	2 000 00
Eastern Oregon Regional Arts Council Inc	Eou One University Blvd	La Grande	OR	97850-0000		501(c)(3)	Northeast Oregon Artist-in-Residence	5 000 00
The Whatcom Dispute Resolution Center	13 Prospect St Ste 201	Bellingham	WA	98225-4472		501(c)(3)	Whatcom Dispute Resolution Center Youth Program	2 500 00
Boys and Girls Clubs of Benton and Franklin Counties	801 N 18th Ave	Pasco	WA	99301-4817		501(c)(3)	Power Hour Program	5 000 00

AMENDED

Umpqua Bank Charitable Foundation 47 1247608

San Francisco Food Bank	900 Pennsylvania Ave	San Francisco	CA	94107-3446		501(c)(3)	Children s Hunger Relief and Nutrition Programs	5 000 00
Parenting Now	86 Centennial Loop	Eugene	OR	97401 7909		501(c)(3)	Parenting The First Three Years Program	2 500 00

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

a - Paid during the year

Recipient					If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name	Address	City	St	Zip				
Portland Youthbuilders	4816 S E 92nd Avenue	Portland	OR	97266-2723		501(c)(3)	Apprenticeship and College Transitions (ACT) Project	4 000 00
Lavender Youth Recreation And Information Center Inc	127 Collingwood St	San Francisco	CA	94114 2411		501(c)(3)	Sequoia Leadership Institute (SLI)	2 500 00
Community Housing Resource Center	103 E 29th Street	Vancouver	WA	98663-2775		501(c)(3)	Financial Stability--Because It Matters! Program	5 000 00
Kitsap Community Resources	845 8th St	Bremerton	WA	98337-1517		501(c)(3)	Financial Education and Asset-Building in Kitsap County	4 500 00
Hilltop Artists In Residence Program	PO Box 6829	Tacoma	WA	98417		501(c)(3)	Hilltop Artists General Operating Fund	4 000 00
Boys & Girls Clubs Of East County Inc	8820 Tamberly Way	Santee	CA	92071-4258		501(c)(3)	The BGCEC Stream Learning Centers	5 000 00
Evergreen Habitat for Humanity	PO Box 871570	Vancouver	WA	98687-1570		501(c)(3)	Geometry in Construction Habitat Build	5 000 00
Young Mens Christian Association Of Columbia Willamette	11324 NE 51st Circle	Vancouver	WA	98682		501(c)(3)	YMCA After School Enrichment	2 500 00
Forget Me Not Childrens Services	Po Box 1296	Santa Rosa	CA	95402 1296		501(c)(3)	Foster Youth Work-Readiness Mentoring Program	5 000 00
Umpqua Community Development Corporation	605 SE Kane Street	Roseburg	OR	97470-4906		501(c)(3)	NWU Homeownership Center	5 000 00
Community Partners For Affordable Housing	P O Box 23206	Tigard	OR	97281		501(c)(3)	Affordable Housing Development and Rehabilitation	5 000 00
Food for Lane County	770 Bailey Hill Rd	Eugene	OR	97402 5451		501(c)(3)	Weekend Snack Pack Program	5 000 00
Committee On The Shelterless	Po Box 2744	Petaluma	CA	94953-2744		501(c)(3)	Children s Programming	4 000 00
Bridge The Gap Ministries	411 NW 112th St	Vancouver	WA	98685-4121		501(c)(3)	Little Wishes Enrichment Program	2 500 00
Healdsburg Education Foundation	PO Box 1668	Healdsburg	CA	95448 1668		501(c)(3)	Healdsburg High School Academic Internship Program	4 500 00
Innovative Services NW	9414 NE Fourth Plain Road	Vancouver	WA	98662-6109		501(c)(3)	Support Services for All	4 000 00
YWCA of Spokane	930 North Monroe Street	Spokane	WA	99201-2112		501(c)(3)	YWCA Vulnerable Children s Care Center	5 000 00
Peaceful Valley Neighborhood Association	310 S Spruce St	Spokane	WA	99201-5823		501(c)(3)	Peaceful Valley Community Center Youth Programs	5 000 00
Rose Community Development Corporation	5215 SE Duke Street	Portland	OR	97206-6839		501(c)(3)	Resident Assets Program	4 500 00
Lydia Place	Po Box 28487	Bellingham	WA	98228-0487		501(c)(3)	Family Services Program & Family Intervention Initiative	2 000 00
Living Room Center Inc	636 Cherry Street	Santa Rosa	CA	95404-4203		501(c)(3)	Mother and Child Program	5 000 00
CASA Of Curry County	PO Box 4144	Brookings	OR	97415		501(c)(3)	Peer Coordinator Model	5 000 00
Marion-Polk Food Share Inc	1660 Salem Industrial Drive NE	Salem	OR	97301-0374		501(c)(3)	Marion-Polk Food Share Youth Farm Growing Food for Today, Raising Tomorrow's Leaders	3 000 00
Kids Club of Harney County	PO Box 1035	Burns	OR	97720-7035		501(c)(3)	Strengthening the direct services for youth programs	5 000 00
Wellspring Family Services	1900 Rainier Ave S	Seattle	WA	98144-4608		501(c)(3)	Wellspring Family Services Early Learning Center	3 000 00
Elijah Family Homes	660 George Washington Way Ste G	Richland	WA	99354-1540		501(c)(3)	Transition to Success and Rent Support	5 000 00
Safe Haven Maternity Home	Po Box 1822	Roseburg	OR	97470-0428		501(c)(3)	Bed Nights Project	5 000 00
Foundation for Private Enterprise Education	33305 1St Way S Ste B212	Federal Way	WA	98003-4554		501(c)(3)	Washington Business Week Summer Program 2015	5 000 00
Stanislaus County Habitat for Humanity	630 Kearney Ave	Modesto	CA	95350-5714		501(c)(3)	River Vista Phase 2 Build	5 000 00
Rebuilding Together Petaluma	402 Petaluma Boulevard North	Petaluma	CA	94952		501(c)(3)	Emergency Services Program	5 000 00
Humboldt Community Access And Resource Center	1707 E Street Suite 4	Eureka	CA	95501-7621		501(c)(3)	VITA Program "Earn it, Keep it Save it"	5 000 00
Firehouse Community Development Corporation	5655 Silver Creek Valley Rd 517	San Jose	CA	95138-2473		501(c)(3)	Igniting Youth for Success	5 000 00
Boys And Girls Club Of The Greater Santiam	305 S 5th Street	Lebanon	OR	97355-2700		501(c)(3)	Great by 8th! Preparing Middle School Youth for Success	3 000 00
Eugene Mission	P O Box 1149	Eugene	OR	97440-1149		501(c)(3)	Operational Support for the Life Change Program	5,000 00
Friends of the Children - Seattle	Po Box 22801	Seattle	WA	98122-0801		501(c)(3)	Enabling vulnerable youth to achieve success in school	4 000 00
Project Access Inc	3900 Birch Street Suite 113	Newport Beach	CA	92660-2226		501(c)(3)	Project Access After School Tutoring and Enrichment Program in Southern California	5 000 00
Education Alliance Of Washoe County Inc	425 E 9th Street	Reno	NV	89520-3425		501(c)(3)	Kids In Motion	2 000 00
Boys & Girls Clubs Of Southwest Washington	1111 Main Street, Suite 605	Vancouver	WA	98660-2970		501(c)(3)	Be Educated Be Great	5 000 00
Sunday Friends Foundation	P O Box 24887	San Jose	CA	95154-4887		501(c)(3)	Path-to-College Program	5 000 00
Yippie Foundation	1955 West Texas Street, No 4	Fairfield	CA	94533-4462		501(c)(3)	Classroom Education Program	2 700 00
Impact NW	10055 E Burnside St	Portland	OR	97216-2333		501(c)(3)	Expand Outdoor Mentoring for Underserved Youth in Portland OR	2 500 00
Youth in Focus	2100 24th Ave S Suite 310	Seattle	WA	98144-4645		501(c)(3)	Youth Development Photography Program for At-Risk Youth	3 000 00
Attain Housing formerly Kirkland Interfaith Transitions in Housing	125 State St S	Kirkland	WA	98033-6687		501(c)(3)	Providing transitional housing to homeless family with children including case management and nutritional sustenance	4 000 00
Beulah s Place	1853 SW 23rd St	Redmond	OR	97756-0109		501(c)(3)	Outreach Expansion	5 000 00
St Leos Parish	710 S 13th St	Tacoma	WA	98405-4404		501(c)(3)	The Backpack Project	4 000 00
Mi Casa Education Inc	385 Ford Ave	Gridley	CA	95948-2244		501(c)(3)	Farm labor youth become community leaders	2 500 00
Fish Of Albany Incorporated	1880 SE Hill Street	Albany	OR	97322-4248		501(c)(3)	Food Pantry/Snacks for Packs	3 000 00
Junior Achievement of Washington	526 S Taft St	Kennewick	WA	99336		501(c)(3)	Program Support JA Southeastern Washington Region	5 000 00
Miracle Theatre Group	425 Se 6th Ave	Portland	OR	97214-1102		501(c)(3)	Milagro Bilingual Arts/Education Residency for Jackson County	3,000 00
Family Works	1501 N 45th Street	Seattle	WA	98103-6708		501(c)(3)	FamilyWorks' Services for Children and Families	2 500 00
American Endowment Foundation	Po Box 911	Hudson	OH	44236-5911		501(c)(3)	Associate Giving Program Matching Funds	8 968 26
Fairfield Community Services Foundation	Po Box 147	Fairfield	CA	94533-0014		501(c)(3)	Fun on the Run Mobile Recreation Program	2 500 00
Boys & Girls Club of Corvallis	1112 Nw Circle Blvd	Corvallis	OR	97330-1462		501(c)(3)	Project Learn	3 000 00
Arts Benicia Inc	991 Tyler St Ste 114	Benicia	CA	94510-2914		501(c)(3)	Youth Art Programs	2 500 00
APA Family Support Services	10 Nottingham Place	San Francisco	CA	94133		501(c)(3)	Youth Development and Education	1 500 00
PDX Diaper Bank	Po Box 22613	Portland	OR	97269 2613		501(c)(3)	Healthy Babies and Families Program	1 000 00
Boys & Girls Clubs Of The Western Treasure Valley	Po Box 876	Ontario	OR	97914 0876		501(c)(3)	GREAT Futures Academic Success Program	3,000 00
Citizens for Safe Schools	Po Box 243	Klamath Falls	OR	97601-0011		501(c)(3)	Kids in the Middle Mentoring Program	5 000 00
Sacramento Children s Museum	2701 Prospect Park Dr Ste 120	Rancho Cordova	CA	95670-6406		501(c)(3)	ARTober at Sacramento Children s Museum	3 000 00
Palouse Habitat for Humanity	PO Box 3054	Moscow	ID	83843-1903		501(c)(3)	Graves Home Build	1 000 00
Communities In Schools of Spokane County	905 W Riverside Ave Ste 301	Spokane	WA	99201 1099		501(c)(3)	Spokane Student Support Programming	5 000 00
Boys & Girls Clubs of the Lewis Clark Valley Inc	1021 Burrell Ave	Lewiston	ID	83501 5467		501(c)(3)	Power Hour Program	2 000 00
Homestead Community Land Trust	412 Maynard Ave South Suite 201	Seattle	WA	98104 2917		501(c)(3)	Homeownership Program	3 500 00
Sacramento Food Bank Services	3333 3rd Ave	Sacramento	CA	95817 2808		501(c)(3)	Youth Education Program support	5 000 00
CASA of Jackson County	613 Market St	Medford	OR	97504-6125		501(c)(3)	ASPIRE and MYTI Programs	4 000 00

AMENDED

STATEMENT 2

Umpqua Bank Charitable Foundation

47-1247608

Grow Portland	4706 NE 10th Ave	Portland	OR	97211-4572		501(c)(3)	Grow Portland Garden School	2 500 00
Rogue Valley Art Association	40 S Bartlett St	Medford	OR	97501 7216		501(c)(3)	Elementary Arts Outreach	2 500 00

Part XV, 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

a Paid during the year

Recipient

Name	Address	City	St	Zip	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
Music Workshop	6681 SW 88th Pl	Portland	OR	97223-7255		501(c)(3)	Music Workshop s Roseburg/Southwest Oregon Program Expansion	5 000 00
SOLV	2000 Sw 1St Ave Ste 400	Portland	OR	97201-5330		501(c)(3)	2014-15 Green Team Excellence through Environmental Education	2 000 00
Trinity County Arts Council Association	Po Box 1887	Weaverville	CA	96093-1887		501(c)(3)	Expansion of ART in SCHOOLS - DOCENT PROGRAM	5 000 00
J Bar J Youth Services Inc	62895 Hamby Rd	Bend	OR	97701 9575		501(c)(3)	Community Based Mentoring	2 500 00
Sierra Repertory Theatre Inc	Po Box 3030	Sonora	CA	95370-3030		501(c)(3)	Youth Theater Education and Outreach	2 500 00
Proud Ground	5288 N Interstate Ave	Portland	OR	97217-3767		501(c)(3)	Homeownership Education & Counseling	7 500 00
Northwest Children s Theater & School	1819 Nw Everett St Ste 206	Portland	OR	97209-2189		501(c)(3)	Sensory Friendly Productions	3 500 00
Food For People Inc	307 W 14Th St	Eureka	CA	95501 2267		501(c)(3)	Working to End Weekend Hunger	3 000 00
Food Bank of Northern Nevada	550 Italy Dr	Mccarran	NV	89434 5400		501(c)(3)	Child Nutrition Programs	2 000 00
The Service Board	4408 Deindge Way Sw	Seattle	WA	98106-1347		501(c)(3)	Core Winter Program	2,500 00
Sierra Arts Foundation	17 S Virginia St Ste 120	Reno	NV	89501 2905		501(c)(3)	Arts in Education Residencies	2 000 00
Boys And Girls Club Of El Dorado County Western Slope	Po Box 2535	Placerville	CA	95667 2535		501(c)(3)	Sponsor a Child	4 000 00
Rogue Valley Habitat for Humanity	2233 S Pacific Hw	Medford	OR	97501		501(c)(3)	House Project #56	2 500 00
JOIN	1435 NE 81st Ave Suite 100	Portland	OR	97213-6757		501(c)(3)	Home to Stay Program	2 500 00
Neighborworks HomeOwnership Center	Po Box 5420	Sacramento	CA	95817-0420		501(c)(3)	2014 Community Stabilization Progam	5 000 00
Low Income Housing Institute	2407 1st Ave Suite 200	Seattle	WA	98121 1311		501(c)(3)	Supportive Services for Low-Income High-Need Residents in LIHI Housing	2 500 00
Nevada Museum of Art	160 W Liberty St	Reno	NV	89501-1916		501(c)(3)	The School Tour Program	2 000 00
Looking Glass Youth & Family Services	1790 W 11th Avenue Suite 200	Eugene	OR	97402-3871		501(c)(3)	Riverfront School and Career Center	5 000 00
Big Brothers Big Sisters of Northern Nevada	1300 Foster Dr Ste 210	Reno	NV	89509-1207		501(c)(3)	BBBSNN Mentor Program for At-risk Youth	2 000 00
Exodus Housing	Po Box 1006	Sumner	WA	98390-0190		501(c)(3)	Rapid Rehousing	3 500 00
The Parks And Recreation Foundation Of Vancouver And Clark County	Po Box 61424	Vancouver	WA	98666-1424		501(c)(3)	Teen Late Night	5 000 00
Washington Homeownership Resource Center	17544 Midvale Avenue N	Shoreline	WA	98133-4921		501(c)(3)	Pre Purchase Program	1 000 00
Team Read	Po Box 94042	Seattle	WA	98124 9442		501(c)(3)	After School and Summer Reading Tutoring Program	3 000 00
Friends of Youth	13116 Ne 132Nd St	Kirkland	WA	98034 2306		501(c)(3)	Youth and Family Services Check & Connect	2 500 00
North SLO County Boys & Girls Club Inc	Po Box 3037	Paso Robles	CA	93447 3037		501(c)(3)	Power Hour Program	4 000 00
Mountain Star Family Relief Nursery	2125 Ne Daggett Ln	Bend	OR	97701-6560		501(c)(3)	Therapeutic Early Childhood Program	2 500 00
Mary's Place Seattle	1830 9th Ave	Seattle	WA	98101 1321		501(c)(3)	Family Shelter Children s Program	3 000 00
buildOn	800 Long Ridge Rd 2Nd Fl	Stamford	CT	06902-1227		501(c)(3)	buildOn Youth Engagement Zone at Leadership High School - San Francisco	5 000 00
Yakima Valley Community Land Trust	Po Box 66	Ellensburg	WA	98926-1909		501(c)(3)	Financial Literacy for Adults in Affordable Homeownership Program	2 000 00
Harmony Health Medical Clinic and Family Resource Center	1908 North Beale Road	Marysville	CA	95901-6937		501(c)(3)	The Eating Well Cafe	2 500 00
Idaho Foodbank Warehouse Inc	3562 S Tk Ave	Boise	ID	83705-5278		501(c)(3)	Feeding Our Future Backpack Program	2 500 00
Willamette Farm and Food Coalition	Po Box 41672	Eugene	OR	97404 0389		501(c)(3)	Farm to School Youth Education in Lane County	2 000 00
United Negro College Fund Inc		Seattle	WA	98104		501(c)(3)	UNCF Portfolio Project	2 500 00
Enterprise for Equity	Po Box 1291	Olympia	WA	98507 1291		501(c)(3)	Financial Education and Microenterprise Assistance Program	5 000 00
Kittitas County Habitat for Humanity	Po Box 873	Ellensburg	WA	98926-1923		501(c)(3)	House 15 Build	2 000 00
Southwest Youth and Family Services	4555 Deindge Way SW	Seattle	WA	98106-1379		501(c)(3)	New Futures After School Programs	3 500 00
Amador-Tuolumne Community Resources	935 South State	Jackson	CA	95642		501(c)(3)	Foster Youth Independent Living Program	4 000 00
American Endowment Foundation	PO Box 911	Hudson	OH	44236-5911		501(c)(3)	Associate Giving Program Matching Funds	44 010 31
Back Packs for Kids	304 Fish Hatchery Rd	Goldendale	WA	98620		501(c)(3)	Back Packs for KIDS	4 000 00
Boys & Girls Clubs of the Columbia Basin	410 W 3rd Ave	Moses Lake	WA	98837		501(c)(3)	Junior Staff Program	5 000 00
Children s Advocacy Center of Grays Harbor	514 Broadway Ave E	Montesano	WA	98563		501(c)(3)	Parent Education/SafeCare Services	4,000 00
Community Connections of Northeast Oregon	2802 Adams Ave	La Grande	OR	97850-5267		501(c)(3)	Housing Resource Center Counseling and Education Wallowa County	4 000 00
Community Youth Services	711 State Ave NE	Olympia	WA	98503		501(c)(3)	Independent Living Skills Program	5 000 00
Families First of Grant County	401 S Canyon Blvd	John Day	OR	97845		501(c)(3)	Parents As Teachers Home Visitation Program	3 000 00
Friends of the Sutter County	750 Forbes Ave	Yuba City	CA	95991		501(c)(3)	FOL Summer Reading Program	3,000 00
Habitat for Humanity of Tillamook County	2610 Third Street	Tillamook	OR	97141		501(c)(3)	Habitat Build 2015	5 000 00
Lake Family Resource Center	5350 Main Street	Kelseyville	CA	95451		501(c)(3)	Family Activities Project	3 000 00
Lewiston-Clarkston Partners Habitat for Humanity	P O Box 3171242 Highland Avenue	Clarkston	WA	99403		501(c)(3)	Financial Literacy Program	2 500 00
Mentor Youth Supporting Teens	P O Box 1258	McCall	ID	83638		501(c)(3)	Positive Youth Development Programming	4 000 00
Oregon Coast Community Action	1855 Thomas Ave	Coos Bay	OR	97420		501(c)(3)	Great Afternoons Program Support	5 000 00
Polk Community Development Corporation	657 Main StreetPO Box 33	Dallas	OR	97338		501(c)(3)	Park West Homework Club Summer Food and Activity Program	5 000 00
Siskiyou Field Institute	P O Box 207	Selma	OR	97538		501(c)(3)	School Field Learning 2015	3 000 00
The Kids Klub Inc	P O Box 124	Grangeville	Idaho	83530		501(c)(3)	TechnoKids - Updated to After School Programs	3 000 00
Yamhill Carlton Together Cares Inc	420 S Third St	Carlton	OR	97111		501(c)(3)	Summer Youth Work Expenence	5 000 00
Young Mens Christian Association at Washington State University	105 NE Spring St	Pullman	WA	99163		501(c)(3)	Summer Day Camp Enhancement for at-risk youth	3 000 00
California Youth Connection	311 S Villa Ave Willows CA 95988	Willows	CA	95988		501(c)(3)	Youth Leadership Development	3 000 00
								993,598 57

AMENDED

STATEMENT 2

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

b - Approved for future payment

Recipient					If recipient is an individual show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name	Address	City	St	Zip				
Oregon Children's Foundation	101 SW Market St	Portland	OR	97201		501(c)(3)	Douglas County Expansion	33,000 00
Oregon Children's Foundation	101 SW Market St	Portland	OR	97201		501(c)(3)	Douglas County Expansion	26 000 00
Second Harvest Food Bank of the Inland Northwest	1234 E Front Ave	Spokane	WA	99202 2148		501(c)(3)	Second Harvest at Schools	75 000 00
Second Harvest Food Bank of the Inland Northwest	1234 E Front Ave	Spokane	WA	99202 2148		501(c)(3)	Second Harvest at Schools	100 000 00
Family Development Center	300 Jerrys Dr	Roseburg	OR	97470-1132		501(c)(3)	Family Development Center Program Expansion	80 000 00
Family Development Center	300 Jerrys Dr	Roseburg	OR	97470-1132		501(c)(3)	Family Development Center Program Expansion	95 000 00
United Way of Spokane County	920 N Washington Street	Spokane	WA	99201-2229		501(c)(3)	Excelerate Success Kindergarten Readiness Collaborative Action	35 000 00
United Way of Spokane County	920 N Washington Street	Spokane	WA	99201-2229		501(c)(3)	Excelerate Success Kindergarten Readiness Collaborative Action	40 000 00
								484,000 00

AMENDED