EXTENDED TO NOVEMBER 15, 2017

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

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning , and ending

Name of foundation: FLOWERREE FOUNDATION

A Employer identification number: 93-6034207

Number and street (or P O box number if mail is not delivered to street address): PO BOX 8098 Room/suite

B Telephone number: (503) 659-2305

City or town, state or province, country, and ZIP or foreign postal code: PORTLAND, OR 97207

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: [X] 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)* ▶$ 8,510,947.

J Accounting method: [X] 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 ▶ ☐

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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).)

		(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			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	356.	356.		STATEMENT 1
	4 Dividends and interest from securities	233,984.	233,984.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<48,276.>			
	b Gross sales price for all assets on line 6a 800,014.				
	7 Capital gain net income (from Part IV, line 2)		0.		
	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)				
	11 Other income	36,268.	0.		STATEMENT 3
	12 **Total** Add lines 1 through 11	222,332.	234,340.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	4,368.	0.		0.
	b Accounting fees STMT 5	15,718.	0.		0.
	c Other professional fees STMT 6	56,125.	56,125.		0.
	17 Interest				
	18 Taxes STMT 7	1,556.	487.		1,069.
	19 Depreciation and depletion	3,128.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	2,616.	0.		1,243.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	83,511.	56,612.		2,312.
	25 Contributions, gifts, grants paid	414,250.			414,250.
	26 **Total expenses and disbursements.** Add lines 24 and 25	497,761.	56,612.		416,562.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<275,429.>			
	b **Net investment income** (if negative, enter -0-)		177,728.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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623501 11-23-16 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2016)

16031011 756026 80595 2016.04030 FLOWERREE FOUNDATION 80595__1

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	141,705.	272,138.	272,138.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 11	4,536,652.	4,151,311.	6,706,255.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 12	261,568.	227,707.	1,348,604.
	14 Land, buildings, and equipment: basis ▶ 215,389.			
	Less accumulated depreciation STMT 10▶ 31,439.	187,078.	183,950.	183,950.
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	5,127,003.	4,835,106.	8,510,947.
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			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,127,003.	4,835,106.	
	30 **Total net assets or fund balances**	5,127,003.	4,835,106.	
	31 **Total liabilities and net assets/fund balances**	5,127,003.	4,835,106.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	5,127,003.
2	Enter amount from Part I, line 27a	2	<275,429.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4,851,574.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	16,468.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,835,106.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES - SEE ATTACHMENT			
b	DISTR IN EXCESS OF BASIS - EEP			
c	PTP NET GAINS	P		
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	790,811.		848,290.	<57,479.>
b	8,587.			8,587.
c	616.			616.
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				<57,479.>
b				8,587.
c				616.
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** <48,276.>

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). If (loss), enter -0- in Part I, line 8 **3** N/A

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))
2015	431,204.	8,429,008.	.051157
2014	380,063.	8,657,812.	.043898
2013	307,573.	7,757,139.	.039650
2012	195,206.	6,944,914.	.028108
2011	202,213.	6,422,121.	.031487

2	**Total** of line 1, column (d)	2	.194300
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	.038860
4	Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	7,938,904.
5	Multiply line 4 by line 3	5	308,506.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,777.
7	Add lines 5 and 6	7	310,283.
8	Enter qualifying distributions from Part XII, line 4	8	416,562.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,777.
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	1,777.
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	1,777.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a 16,362.		
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	16,362.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	14,585.
11 Enter the amount of line 10 to be: **Credited to 2017 estimated tax** ▶ 14,585. **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		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OR			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ PERKINS & COMPANY, PC Telephone no. ▶ (503) 221-0336			
	Located at ▶ 111 SW COLUMBIA SUITE 750, PORTLAND,, OR ZIP+4 ▶ 97201			
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 N/A 0.			
			Yes	No
16	At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114. 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)? N/A	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 2016?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______			
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 2016 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 2016.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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)? N/A | 5b | | |

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X |

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? N/A | 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.

(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
ANN D. FLOWERREE 1322 SE LAVA DR MILWAUKIE, OR 97222	DIR/ PRES 2.00	0.	0.	0.
JOHN H. FLOWERREE P.O. BOX 1869 RENO, NV 89519	DIR/ V PRES 1.00	0.	0.	0.
DAVID R. FLOWERREE 5815 WINTERTHUR LANE NW ATLANTA, GA 30328	DIR/ V PRES 1.00	0.	0.	0.
DAVID M. MUNRO 111 SW FIFTH AVENUE, STE 3675 PORTLAND, OR 97204	DIR/SECTRY 0.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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. 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 SEE STATEMENT 13	0.
2 THE FOUNDATION DOES NOT HAVE OTHER SPECIFIC DIRECT CHARITABLE ACTIVITIES OTHER THAN CONTRIBUTIONS TO VARIOUS CHARITABLE ORGANIZATIONS.	0.
3	
4	

Part IX-B Summary of Program-Related Investments

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 instructions.	
3 NONE	0.
Total. Add lines 1 through 3 ▶	0.

Form **990-PF** (2016)

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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	7,794,557.
b	Average of monthly cash balances	1b	265,244.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	8,059,801.
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	8,059,801.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	120,897.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	7,938,904.
6	**Minimum investment return** Enter 5% of line 5	6	396,945.

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	396,945.
2a	Tax on investment income for 2016 from Part VI, line 5 — 2a: 1,777.		
b	Income tax for 2016. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,777.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	395,168.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	395,168.
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	395,168.

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	416,562.
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions**. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	416,562.
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	5	1,777.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	414,785.

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 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				395,168.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			414,168.	
b Total for prior years: ____ , ____ , ____		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011				
b From 2012				
c From 2013				
d From 2014				
e From 2015				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ $ 416,562.				
a Applied to 2015, but not more than line 2a			414,168.	
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 2016 distributable amount				2,394.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				392,774.
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.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2017** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014				
d Excess from 2015				
e Excess from 2016				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, 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			
	(a) 2016	**(b)** 2015	**(c)** 2014	**(d)** 2013	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 ▶ [X] 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:

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

c Any submission deadlines:

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

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				
SCHEDULE 1 SEE ATTACHED PORTLAND, OR 97207	N/A	PUBLIC CHARITY	EXEMPT PURPOSE	414,250.
Total			▶ 3a	414,250.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2016)

623611 11-23-16

Part XVI-A **Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	356.	
4 Dividends and interest from securities			14	233,984.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	<48,276.>	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a PUBLICLY TRADED					
b PARTNERSHIPS	900099	36,268.			
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		36,268.		186,064.	0.

13 Total Add line 12, columns (b), (d), and (e) 13 222,332.

(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).
1	N/A

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

d If the answer to any of the above is "Yes," complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received.

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

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

b If "Yes," complete the following schedule.

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

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

Ann D. Flowerree | 10/30/17 | PRESIDENT

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
DAVID A. KESSLER	DAVID A. KESSLER	10/11/17		P00106429
Firm's name ▶ PERKINS & COMPANY, PC			Firm's EIN ▶ 93-0928924	
Firm's address ▶ 1211 SW FIFTH AVE., SUITE 1000 PORTLAND, OR 97204-3710			Phone no. 503-221-0336	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
INTEREST	356.	356.	
TOTAL TO PART I, LINE 3	356.	356.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	233,984.	0.	233,984.	233,984.	
TO PART I, LINE 4	233,984.	0.	233,984.	233,984.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PUBLICLY TRADED PARTNERSHIPS	36,268.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	36,268.	0.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	4,368.	0.		0.
TO FM 990-PF, PG 1, LN 16A	4,368.	0.		0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	15,718.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	15,718.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT 6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	56,125.	56,125.		0.
TO FORM 990-PF, PG 1, LN 16C	56,125.	56,125.		0.

FORM 990-PF	TAXES			STATEMENT 7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
REAL ESTATE TAXES	1,069.	0.		1,069.
FOREIGN TAXES	487.	487.		0.
TO FORM 990-PF, PG 1, LN 18	1,556.	487.		1,069.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OREGON DEPARTMENT OF JUSTICE	594.	0.		0.
INSURANCE	1,243.	0.		1,243.
ASSOCIATION DUES	750.	0.		0.
OFFICE EXPENSE	29.	0.		0.
TO FORM 990-PF, PG 1, LN 23	2,616.	0.		1,243.

FORM 990-PF OTHER DECREASES IN NET ASSETS OR FUND BALANCES STATEMENT 9

DESCRIPTION	AMOUNT
BOOK/TAX CAPITAL GAIN/LOSS DIFFERENCES	6,989.
NONDEDUCTIBLE EXPENSES	892.
TAXABLE PTP DISTRIBUTIONS	8,587.
TOTAL TO FORM 990-PF, PART III, LINE 5	16,468.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 10

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE	FAIR MARKET VALUE
LAND	142,028.	0.	142,028.	142,028.
PARK IMPROVEMENTS	34,243.	18,555.	15,688.	15,688.
MACHINERY AND EQUIPMENT	5,021.	5,021.	0.	0.
PARK IMPROVEMENTS	32,960.	6,726.	26,234.	26,234.
PARK IMPROVEMENTS	1,137.	1,137.	0.	0.
TO 990-PF, PART II, LN 14	215,389.	31,439.	183,950.	183,950.

FORM 990-PF CORPORATE STOCK STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	4,151,311.	6,706,255.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,151,311.	6,706,255.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS	COST	227,707.	1,348,604.
TOTAL TO FORM 990-PF, PART II, LINE 13		227,707.	1,348,604.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 13

ACTIVITY ONE

THE FOUNDATION PREVIOUSLY PURCHASED TWO ACRES OF REAL PROPERTY IN CHRISTMAS VALLEY, OREGON FOR DEVELOPMENT AS A PUBLIC PARK. THE PROPERTY IS INSURED AND MAINTAINED BY THE FOUNDATION THROUGH DIRECT PAYMENTS AND/OR INDIRECTLY THROUGH CONTRIBUTIONS TO THE CHRISTMAS VALLEY FOUNDATION.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	0.

2016 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1 990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
	BUILDINGS														
2	PARK IMPROVEMENTS	12/08/08	SL	15.00	MQ	17	34,243.				34,243.	16,272.		2,283.	18,555.
4	PARK IMPROVEMENTS	07/01/09	SL	39.00	MM	17	32,960.				32,960.	5,881.		845.	6,726.
5	PARK IMPROVEMENTS	11/20/09	SL	5.00	HY	16	1,137.				1,137.	1,137.		0.	1,137.
	* 990-PF PG 1 TOTAL BUILDINGS						68,340.				68,340.	23,290.		3,128.	26,418.
	MACHINERY & EQUIPMENT														
3	MACHINERY AND EQUIPMENT	07/02/09	SL	5.00	HY	17	5,021.				5,021.	5,021.		0.	5,021.
	* 990-PF PG 1 TOTAL MACHINERY & EQUIPMENT						5,021.				5,021.	5,021.		0.	5,021.
	LAND														
1	LAND	11/19/07	L				142,028.				142,028.			0.	
	* 990-PF PG 1 TOTAL LAND						142,028.				142,028.	0.		0.	0.
	* GRAND TOTAL 990-PF PG 1 DEPR						215,389.				215,389.	28,311.		3,128.	31,439.

628111 04-01-16

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

ATTACHMENT 4
Form 990-PF, PART IV, LN 1a
Capital Gains and Losses for Tax of Investment Income

DESCRIPTION	Quantity	Date Acquired	Date Sold	Sales Price	Carrying Book Basis	Gain/Loss	Investment Basis (Tax)	Gain/Loss
ALTRIA GROUP INC	31	7/11/2011	2/9/2016	1,874 88	834 53	1,040 35	834 53	1 040 35
ALTRIA GROUP INC	40	10/13/2014	2/9/2016	2,419 20	1,860 30	558 90	1,860 30	558 90
ASTRAZENECA GROUP PLC SPONSORED ADR	23	5/19/2016	12/6/2016	596 41	651 64	(55 23)	651 64	(55 23)
ASTRAZENECA GROUP PLC SPONSORED ADR	265	8/17/2015	12/5/2016	6,817 51	8,889 24	(2,071 73)	8,889 24	(2,071 73)
ASTRAZENECA GROUP PLC SPONSORED ADR	1097	8/17/2015	12/6/2016	28,446 02	36,798 09	(8,352 07)	36,798 09	(8,352 07)
CALIFORNIA RESOURCES CORP	26 8634	8/17/2015	3/31/2016	25 61	34 46	(8 85)	34 46	(8 85)
CALIFORNIA RESOURCES CORP	0 9411	8/17/2015	4/8/2016	1 21	1 21	0 00	1 21	0 00
CALIFORNIA RESOURCES CORP	36 1366	Various	3/31/2016	34 46	52 93	(18 47)	52 93	(18 47)
CONOCOPHILLIPS	410	Various	2/5/2016	13,439 93	23,301 88	(9,861 95)	23,301 88	(9 861 95)
CONOCOPHILLIPS	265	Various	2/5/2016	8,686 78	14,526 81	(5,840 03)	14,526 81	(5,840 03)
CONOCOPHILLIPS	12	10/13/2014	2/5/2016	393 36	829 66	(436 30)	829 66	(436 30)
CROWN CASTLE INTL CORP REIT	96	5/19/2015	8/5/2016	9,230 96	8,066 10	1,164 86	8,066 10	1,164 86
DIGITAL REALTY TRUST INC	178	Various	8/5/2016	17,907 48	10,257 47	7,650 01	10,257 47	7,650 01
DUPONTE I DE NEMOURS & CO COM	434	Various	1/7/2016	26,867 97	19,593 82	7,274 15	20,151 41	6 716 56
DUPONTE I DE NEMOURS & CO COM	22	10/13/2014	1/7/2016	1,361 97	1,386 09	(24 12)	1,386 09	(24 12)
ELI LILLY & CO COM	491	Various	1/7/2016	40,029 07	17,986 25	22,042 82	17,717 04	22,312 03
ELI LILLY & CO COM	52	10/13/2014	1/7/2016	4,239 33	3,333 07	906 26	3,333 07	906 26
HEWLETT PACKARD ENTERPRISE COMPANY	2000	Various	10/5/2016	45,543 60	40,822 61	4,720 99	39,675 10	5,868 50
HP INC	2000	Various	10/5/2016	31,221 91	37,263 39	(6,041 48)	36,202 15	(4,980 24)
KINDER MORGAN INC	7000	11/24/2014	10/5/2016	156,694 37	290,745 00	(134,050 63)	290 745 00	(134,050 63)
MAGELLAN MIDSTREAM PARTNERS LP	425	Various	10/5/2016	29,459 85	6,807 84	22,652 01	10,295 00	19,164 85
OLD REPUBLIC INTL CORP COM	643	3/16/2012	6/27/2016	11,659 26	7,045 22	4,614 04	7,045 22	4 614 04
OLD REPUBLIC INTL CORP COM	133	10/13/2014	6/27/2016	2,411 64	1,851 69	559 95	1,851 69	559 95
PEOPLES UNITED FINANCIAL INC	185	7/11/2011	2/9/2016	2,698 25	2,508 49	189 76	2 508 49	189 76
PEOPLES UNITED FINANCIAL INC	194	10/13/2014	2/9/2016	2,829 51	2,790 21	39 30	2,790 21	39 30
PLAINS ALL AMERICAN PIPELINE LP	650	Various	10/5/2016	20 625 66	6,003 28	14,622 38	19,131 80	1,493 86
SCOTTS MIRACLE-GRO COMPANY	15	Various	3/31/2016	1 096 91	839 46	257 45	839 46	257 45
SCOTTS MIRACLE-GRO COMPANY	70	Various	4/1/2016	5,092 28	3,916 08	1,176 20	3,916 08	1 176 20
SCOTTS MIRACLE-GRO COMPANY	43	10/8/2014	4/5/2016	3,062 13	2,400 23	661 90	2 400 23	661 90
SCOTTS MIRACLE-GRO COMPANY	65	10/8/2014	4/6/2016	4,658 78	3,628 26	1,030 52	3,628 26	1,030 52
SCOTTS MIRACLE-GRO COMPANY	31	10/8/2014	4/7/2016	2,215 00	1,730 40	484 60	1,730 40	484 60
SCOTTS MIRACLE-GRO COMPANY	30	Various	4/8/2016	2,151 59	1,670 97	480 62	1 670 97	480 62
SCOTTS MIRACLE-GRO COMPANY	54	Various	4/11/2016	3 893 86	3,000 38	893 48	3,000 38	893 48
SCOTTS MIRACLE-GRO COMPANY	20	Various	4/12/2016	1,439 06	1,110 83	328 23	1,110 83	328 23
SCOTTS MIRACLE-GRO COMPANY	86	Various	4/13/2016	6,211 41	4,776 58	1,434 83	4,776 58	1,434 83
SCOTTS MIRACLE-GRO COMPANY	83	Various	4/15/2016	5,960 70	4,598 53	1,362 17	4,598 53	1,362 17
SCOTTS MIRACLE-GRO COMPANY	88	Various	4/18/2016	6,339 32	4,858 03	1,481 29	4,858 03	1 481 29
SYSCO CORP COMMON	23	5/19/2016	12/6/2016	1,236 58	1,123 60	112 98	1,123 60	112 98
SYSCO CORP COMMON	199	7/11/2011	6/27/2016	9,910 88	6,175 45	3 735 43	6,175 45	3,735 43
SYSCO CORP COMMON	30	10/13/2014	6/27/2016	1,494 10	1,102 28	391 82	1,102 28	391 82
SYSCO CORP COMMON	45	7/11/2011	12/5/2016	2,405 81	1 396 46	1,009 35	1,396 46	1,009 35
SYSCO CORP COMMON	414	Various	12/6/2016	22,258 48	12,479 11	9,779 37	12,635 51	9,622 97
TALEN ENERGY CORP	404	4/13/2011	3/14/2016	3,275 35	7,517 63	(4,242 28)	7,517 63	(4,242 28)
UNILEVER PLC SPONSORED ADR	77	7/11/2011	2/9/2016	3,285 19	2,494 99	790 20	2,494 99	790 20
UNILEVER PLC SPONSORED ADR	59	10/13/2014	2/9/2016	2,517 22	2,388 18	129 04	2,388 18	129 04
VIACOM INC-CLASS B	33	5/16/2016	9/8/2016	1,307 19	1 269 50	37 69	1,269 50	37 69
VIACOM INC-CLASS B	803	8/26/2015	9/8/2016	31,808 39	31,691 76	116 63	31,691 76	116 63
VODAFONE GROUP SPONS ADR	4000	5/27/2014	10/5/2016	115,977 86	139,534 40	(23,556 54)	139,534 40	(23,556 54)
WASTE MANAGEMENT INC	28	5/19/2016	12/6/2016	1,937 50	1,699 52	237 98	1,699 52	237 98
WASTE MANAGEMENT INC	60	1/25/2011	12/5/2016	4,137 08	2,256 75	1,880 33	2,256 75	1,880 33
WASTE MANAGEMENT INC	36	10/13/2014	12/5/2016	2,482 25	1,689 57	792 68	1 689 57	792 68
WASTE MANAGEMENT INC	741	Various	12/6/2016	51,274 60	27,709 05	23,565 55	27,709 05	23,565 55
WESTAR ENERGY INC	203	7/11/2011	3/11/2016	9,485 92	5,479 40	4,006 52	5,479 40	4,006 52
WESTAR ENERGY INC	25	10/13/2014	3/11/2016	1,168 22	888 94	279 28	888 94	279 28
WESTAR ENERGY INC	369	Various	3/14/2016	17,189 82	9,751 12	7,438 70	9,751 12	7,438 70
WEYERHAEUSER CO COM	0 2	5/1/2006	3/2/2016	5 36	4 75	0 61	4 53	0 83
WEYERHAEUSER CO COM	0 6	11/3/2014	3/2/2016	16 09	15 50	0 59	15 50	0 59
Total Investment Gains/ (Losses)				**790,811 13**	**833,438.99**	**(42,627 86)**	**848,290 48**	**(57,479.35)**

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

NAME	DATE	RELIGIOUS	EDUCATIONAL	GENERAL & WELFARE
ALBERTINA KERR CENTERS	12/09/2016			1,000
ALZHEIMER'S ASSOC	12/09/2016			1,000
AMERICAN HEART ASSOC	12/09/2016			1 000
AMERICAN LUNG ASSN	12/09/2016			1,500
AMERICAN RHODODENDRON SOCIETY	12/09/2016			6,500
CEDAR SINAI PARK FOUNDATION	12/12/2016			7 500
CHRIST CHURCH PARISH	12/09/2016	23 000		
CHRISTMAS VALLEY FDN	12/09/2016	92,500		
CHURCH DIVINITY SCHOOL	12/09/2016	2,000		
CROHN'S & COLITIS FDN	12/12/2016	80,000		
DOERNBECHER CHILDREN'S HOSP FDN	12/09/2016			1 000
GOOD SAMARITAN FOUNDATION	12/09/2016			7,500
HERITAGE FOUNDATION	12/09/2016			1 000
HISTORIC CAROUSEL MUSEUM	12/09/2016			500
HOYT ARBORETUM FRIENDS FOUNDATION	12/09/2016			500
JEANERETTE LANDMARK SOCIETY	12/09/2016			30 000
LEWIS AND CLARK COLLEGE	12/12/2016		3 000	
LOVE YOUR NEIGHBOR MINISTRIES	12/09/2016			3,000
M CARELL JR CHILDREN'S HOSP @ VANDERBILT	12/12/2016			10 000
MARITIME	12/09/2016			5,000
MARITIME	12/12/2016			15,000
MT VERNON LADIES' ASSOC	12/09/2016			1 500
OHSU CASEY EYE INSTITUTE	12/09/2016		1,000	
OHSU DEPT OF NEUROLOGY	12/09/2016		10,000	
OHSU KNIGHT CANCER INSTITUTE	12/09/2016			1 500
OLALLA CENTER	12/09/2016			20,000
OREGON COAST CHILDREN'S THEATRE	09/06/2016			5 000
OREGON COAST CHILDREN'S THEATRE	12/12/2016			5 000
OREGON HISTORICAL SOCIETY	12/09/2016			1 000
PAPER INDUSTRY HALL OF FAME	12/09/2016			1 000
PORTLAND ART MUSEUM	12/09/2016			40,000
PORTLAND JAPANESE GARDEN	12/09/2016			2,000
PORTLAND OPERA	12/12/2016			11,500
ROBERT E LEE MEMORIAL ASSN INC	12/09/2016			5,000
SALVATION ARMY	12/09/2016			1 000
THE LEUKEMIA & LYMPHOMA SOCIETY, INC	12/09/2016			1,000
TULANE UNIVERSITY	12/09/2016		2,500	
TULANE UNIVERSITY-PSYCHOLOGY DEPT	12/09/2016		6,500	
UNION GOSPEL MISSION	12/09/2016			250
WALDORF SCHOOL OF BEND	12/09/2016		2,500	
WAVERLEY HISTORIC FOUNDATION	12/09/2016			2 500
WORLD FORESTRY CENTER	12/09/2016			1,000
		197 500	25,500	191,250
		TOTAL CONTRIBUTIONS MADE		**414,250**

2016	FEDERAL ATTACHMENTS	93-6034207

FLOWERREE FOUNDATION

ATTACHMENT 1
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
3M COMPANY	COST	148,488	317,855
ABBVIE INC	COST	206,277	219,170
ABBVIE INC	COST	43,389	46,339
ALTRIA GROUP	COST	22,225	60,723
APPLE	COST	27,825	405,370
ASTRAZENECA PLC SPONSORED ADR	COST	91,396	109,280
AT&T INC	COST	67,305	84,422
BLACKSTONE MTG TR INC	COST	41,615	45,767
BP PLC SPONSORED ADR	COST	34,906	40,894
CA INC	COST	34,343	38,029
CHEVRON CORP	COST	76,473	99,339
CISCO SYSTEM INC	COST	53,601	69,204
COACH INC COMMON	COST	35,190	34,460
COCA COLA CO COM	COST	32,196	34,495
CONOCO PHILLIPS	COST	314,747	338,445
CROWN CASTLE INTL CORP	COST	27,394	28,200
DARDEN RESTAURANTS INC COM	COST	21,360	34,033
DIGITAL REALTY TRUST INC	COST	21,348	35,963
DOMINION RESOURCES INC	COST	16,741	26,500
EATON CORP PLC	COST	52,035	51,190
EMERSON ELECTRIC COMPANY	COST	32,927	40,530
EXTENDED STAY AMERICA INC	COST	27,433	24,774
EXXON MOBIL	COST	91,326	117,248
EXXON MOBIL	COST	21,955	25,002
FS INVESTMENT CORP	COST	32,843	33,115
GENERAL ELECTRIC COMPANY	COST	63,112	92,462
HELMERICH & PAYNE INC COM	COST	47,493	72,601
INVESCO LIMITED	COST	46,369	42,355
JOHNSON & JOHNSON	COST	60,268	94,472
JP MORGAN CHASE	COST	137,670	273,108
JP MORGAN CHASE	COST	51,743	103,721
JUNIPER NETWORKS INC	COST	89,227	113,040
KINDER MORGAN INCORPORATED (MGMT)	COST	84,907	56,973
KOHLS CORP COM	COST	98,213	86,415
LILLY ELI & COMPANY	COST	97,581	147,100
LOCKHEED MARTIN CORPORATION COMMON	COST	33,199	73,482
MAXIM INTEGRATED PRODS INC COM	COST	32,099	42,234
MCDONALD'S CORPORATION	COST	29,145	36,394
MERCK & CO	COST	38,319	61,460
METLIFE INC	COST	83,302	122,815
METLIFE INC	COST	38,557	47,800
MICROCHIP TECHNOLOGY INC COMMON	COST	23,342	44,969
MICROSOFT CORP	COST	33,314	46,667
MONDELEZ INTERNATIONAL INC	COST	111,330	177,320
THE MOSAIC COMPANY	COST	38,381	39,830

ATTACHMENT 1
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
NEWMARKET (FM ETHYL)	COST	10,792	601,853
NEXTERA ENERGY INC	COST	18,449	37,033
OCCIDENTAL PETROLEUM CORP COMMON	COST	66,848	61,044
OLD REPUBLIC INTL CORP	COST	27,598	48,887
ONEBEACON INSURANCE GROUP LTD	COST	25,018	28,633
PACWEST BANCORP	COST	42,291	50,248
PEOPLES UNITED FINANCIAL, INC	COST	51,619	75,698
PFIZER INC	COST	56,423	63,888
PHILIP MORRIS INTERNATIONAL INC	COST	33,145	45,654
PHILLIPS 66	COST	62,654	205,224
WEYERHAEUSER CO COM	COST	341,786	639,443
WEYERHAEUSER CO COM	COST	45,244	53,350
PROCTER & GAMBLE CO COM	COST	46,223	51,541
PPL CORPORATION 8 75% PFD	COST	97,109	110,322
QUALCOMM INC COM	COST	27,285	37,751
RIDGEWORTH SEIX FLOATING RATE FUND	COST	29,913	28,985
SOUTHERN COMPANY COMMON	COST	29,603	36,696
STARWOOD PROPERTY TRUST	COST	38,061	43,527
SUNCOR ENERGY INC	COST	61,860	76,135
SYMANTEC CORP COM	COST	106,305	119,450
UMPQUA HOLDINGS CORPORATION	COST	41,260	48,152
UNILEVER PLC	COST	39,490	51,079
WELLS FARGO & CO	COST	39,428	56,101
	TOTAL	**$ 4,151,311**	**$ 6,706,255**

ATTACHMENT 2
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER PUBLICLY TRADED SECURITIES	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
BUCKEYE PARTNERS	COST	$ 52,145	$ 168,708
ENBRIDGE ENERGY PARTNERS	COST	(169)	93,817
ENTERPRISE PRODUCTS PARTNERS	COST	12,291	307,499
MAGELLAN MIDSTREAM PARTNERS LP	COST	94,333	445,385
NUSTAR ENERGY LP	COST	24,370	47,509
ONEOK PARTNERS LP	COST	(21,044)	176,083
PLAINS ALL AMERICAN PIPELINE LP	COST	18,527	64,774
LAZARD LTD	COST	47,254	44,829
	TOTAL	**$227,707**	**$ 1,348,604**