

For calendar year 2016, or tax year beginning 01-01-2016, and ending 12-31-2016

Name of foundation LEOTTA GORDON FOUNDATION		A Employer identification number 94-3064791	
Number and street (or P O box number if mail is not delivered to street address) 250 SW CAREY LANE		Room/suite	B Telephone number (see instructions) (503) 936-9176
City or town, state or province, country, and ZIP or foreign postal code PORTLAND, OR 972197973		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 567,911	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)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2	2		
	4 Dividends and interest from securities	10,999	10,999		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	2,545			
	b Gross sales price for all assets on line 6a _____ 290,503				
	7 Capital gain net income (from Part IV, line 2)		2,545		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances _____				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	13,546	13,546		
	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)	1,400	1,400		
	c Other professional fees (attach schedule)	5,725	5,725		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	438	179		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	314			
	24 Total operating and administrative expenses. Add lines 13 through 23	7,877	7,304		0
	25 Contributions, gifts, grants paid	30,000			30,000
	26 Total expenses and disbursements. Add lines 24 and 25	37,877	7,304		30,000
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-24,331			
	b Net investment income (if negative, enter -0-)		6,242		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	10,071	11,828	11,828
	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)	544,660	518,836	556,083
	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)	554,731	530,664	567,911	
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ _____)			
	23 Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	579,118	579,118	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	-24,387	-48,454	
	30 Total net assets or fund balances (see instructions)	554,731	530,664	
31 Total liabilities and net assets/fund balances (see instructions) .	554,731	530,664		

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	554,731
2 Enter amount from Part I, line 27a	2	-24,331
3 Other increases not included in line 2 (itemize) ▶ _____	3	264
4 Add lines 1, 2, and 3	4	530,664
5 Decreases not included in line 2 (itemize) ▶ _____	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6	530,664

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

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

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

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	2,545
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	-102

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 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	29,599	588,279	0 050315
2014	27,500	645,906	0 042576
2013	31,680	620,699	0 051039
2012	29,926	569,704	0 052529
2011	31,010	593,132	0 052282
2 Total of line 1, column (d)			2 0 248741
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 049748
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5			4 560,615
5 Multiply line 4 by line 3			5 27,889
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 62
7 Add lines 5 and 6			7 27,951
8 Enter qualifying distributions from Part XII, line 4			8 30,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	62
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	
3	Add lines 1 and 2.	3	62
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	62
6	Credits/Payments		
a	2016 estimated tax payments and 2015 overpayment credited to 2016	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	
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	62
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be Credited to 2017 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	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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</i>	1b	No
c Did the foundation file Form 1120-POL for this year?	1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>	2	No
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	No
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ _____		
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? <i>If "No," attach explanation</i> .	8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE	13	Yes	
14	The books are in care of PAUL R DUDEN Telephone no (503) 936-9176			

Located at **250 SW CAREY LN PORTLAND OR** ZIP+4 **97219**

15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ☐ and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes," enter the name of the foreign country ▶	16	Yes	No

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

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ☐	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016? ☐	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ 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 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). ☐	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	4b		No

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

5a During the year did the foundation pay or incur any amount to (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No (4) Provide a grant to an organization other than a charitable, etc., organization described in section 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		
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 <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No	6b		No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ <i>If "Yes" to 6b, file Form 8870</i>			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No	7b		
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐			

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
PAUL R DUDEN 250 SW CAREY LANE PORTLAND, OR 97219	TRUSTEE 1 00	0	0	0
JAMES CRUMPACKER 02107 SW GREENWOOD PORTLAND, OR 97219	TRUSTEE 0 10	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				
Total number of other employees paid over \$50,000. ☐				

Part VIII

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

3

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

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

Part IX-A

Summary of Direct Charitable Activities

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

	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities.	1a	558,202
b	Average of monthly cash balances.	1b	10,950
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	569,152
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	569,152
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	8,537
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	560,615
6	Minimum investment return. Enter 5% of line 5.	6	28,031

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	28,031
2a	Tax on investment income for 2016 from Part VI, line 5.	2a	62
b	Income tax for 2016 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	62
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	27,969
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	27,969
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	27,969

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	30,000
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	30,000
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	62
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	29,938

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				27,969
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only.			22,397	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2016 from Part XII, line 4 ▶ \$ 30,000				
a Applied to 2015, but not more than line 2a			22,397	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2016 distributable amount.				7,603
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2015 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2017				20,366
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).				
8 Excess distributions carryover from 2011 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a				
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)

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2016	(b) 2015	(c) 2014	(d) 2013	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

PAUL R DUDEN
250 SW CAREY LANE
PORTLAND, OR 97219
(503) 936-9176
PDUDEN@GMAIL.COM

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

APPLICATIONS MAY BE MADE BY LETTER AND SHALL CONTAIN SUFFICIENT INFORMATION TO SATISFY THE STANDARDS SET FORTH IN PART XV, LINE 2(D) BELOW

c Any submission deadlines

APPLICATIONS ARE ACCEPTED AT ANY TIME

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

AWARDS SHALL BE MADE TO CHARITABLE ORGANIZATIONS (OTHER THAN NON-OPERATING PRIVATE FOUNDATIONS) OR GOVERNMENT AGENCIES PROVIDING CHARITABLE, EDUCATIONAL, OR SCIENTIFIC SERVICES FOR THE BENEFIT OF CHILDREN OR ANIMALS

Part XV **Supplementary Information** (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i> See Additional Data Table				
Total			3a	30,000
b <i>Approved for future payment</i>				
Total			3b	

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments			14	2	
4 Dividends and interest from securities.			14	10,999	
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	2,545	
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).				13,546	
13 Total. Add line 12, columns (b), (d), and (e).			13		13,546

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

Part XVII

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

[illegible]

- 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	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.

**Sign
Here**

* * * * *

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 BRUCE P FREDERICK	Preparer's Signature	Date 2017-11-09	Check if self-employed ☐	PTIN P00160774
Firm's name ▶ BRUCE P FREDERICK CPA PC				Firm's EIN ▶ 93-1101239
Firm's address ▶ 1 SW COLUMBIA STREET SUITE 400 PORTLAND, OR 97258				Phone no (503) 227-1044

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-12-24	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-03-29	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-06-30	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-04-30	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-11-11	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-09-28	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-09-30	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-12-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-04-26	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-07-29	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
650		646	4
295		284	11
95		95	
133		138	-5
184		187	-3
103		104	-1
93		93	
149		148	1
228		222	6
110		111	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4
			11
			-5
			-3
			-1
			1
			6
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e.g., real estate, (a) 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.)
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-05-21	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-11-25	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-09-30	2016-10-27
OAKMARK INTERNAT'L SMALL CAP I OAKEX	P	2014-12-18	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-01-29	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-05-25	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-08-31	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-05-29	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-01-12	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-10-17	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9,792		10,115	-323
213		217	-4
77		78	-1
1,100		1,106	-6
152		150	2
284		276	8
120		120	
144		148	-4
50		50	
10,818		10,904	-86

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-323
			-4
			-1
			-6
			2
			8
			-4
			-86

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
OAKMARK INTERNAT'L SMALL CAP I OAKEX	P	2014-12-18	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-02-29	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-06-24	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-09-30	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-08-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-01-29	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-11-05	2016-10-27
OAKMARK INTERNATIONAL CL I OAKIX 413	P	2014-12-18	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-03-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-07-26	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7		7	
133		130	3
291		285	6
100		100	
131		133	-2
175		178	-3
67		68	-1
224		224	
121		118	3
310		311	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3
			6
			-2
			-3
			-1
			3
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
VANGUARD INT-TERM BOND INDEX ADMIRAL	P	2016-10-27	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-09-30	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-02-26	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-11-09	2016-10-27
OAKMARK INTERNATIONAL CL I OAKIX 413	P	2014-12-18	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-04-29	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-08-24	2016-10-27
VANGUARD INT-TERM BOND INDEX ADMIRAL	P	2016-10-31	2016-11-15
CLAYMORE EXCHANGE TRD FD TR 2 GUGG M	P	2015-07-07	2016-11-15
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-03-26	2016-10-27

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
1,652		1,692	-40
112		113	-1
175		177	-2
81		82	-1
1,099		1,143	-44
151		149	2
253		256	-3
12		12	
776		813	-37
188		189	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			-40
			-1
			-2
			-1
			-44
			2
			-3
			-37
			-1

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
METROPOLITAN WEST LOW DURATION CLASS	P	2014-11-28	2016-10-27
VANGUARD INDEX FDS VANGUARD GROWTH E	P	2013-07-24	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-05-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-09-26	2016-10-27
VANGUARD SCOTTSDALE FDS VANGUARD SHO	P	2016-10-27	2016-11-15
DIAMOND HILL LARGE CAP FUND CLASS I	P	2014-12-18	2016-11-15
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-04-24	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-02-27	2016-10-27
VANGUARD INDEX FDS VANGUARD GROWTH E	P	2013-07-24	2016-12-16
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-06-30	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
87		88	-1
1,529		1,152	377
184		181	3
234		235	-1
3,902		3,935	-33
429		400	29
195		196	-1
84		85	-1
1,579		1,152	427
181		179	2

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			377
			3
			-1
			-33
			29
			-1
			-1
			427
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-10-26	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2014-01-29	2016-10-27
DIAMOND HILL LARGE CAP FUND CLASS I	P	2014-12-18	2016-11-15
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-05-21	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-03-31	2016-10-27
VANGUARD INDEX FDS VANGUARD VALUE ET	P	2015-01-20	2016-11-15
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-07-29	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-01-29	2016-11-01
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2014-06-30	2016-10-27
DIAMOND HILL LARGE CAP FUND CLASS I	P	2014-12-31	2016-11-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
243		244	-1
45,649		47,107	-1,458
1,545		1,441	104
11,842		11,842	
94		95	-1
4,575		4,232	343
192		191	1
243		227	16
134		142	-8
591		565	26

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-1,458
			104
			-1
			343
			1
			16
			-8
			26

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-05-26	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-04-30	2016-10-27
VANGUARD INDEX FDS VANGUARD VALUE ET	P	2015-01-20	2016-12-16
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-08-31	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-12-31	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2014-08-25	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-08	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-06-24	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-05-21	2016-10-27
DIAMOND HILL LARGE CAP FUND CLASS I	P	2010-12-27	2016-11-15

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
262		261	1
94		95	-1
565		498	67
206		206	
119		118	1
134		140	-6
58,386		59,680	-1,294
290		284	6
11,761		11,842	-81
2,037		1,259	778

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
			1
			-1
			67
			1
			-6
			-1,294
			6
			-81
			778

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2016-09-30	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-01-29	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2014-11-28	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-17	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-07-07	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-05-29	2016-10-27
DIAMOND HILL SMALL CAP FUND CLASS I	P	2010-12-27	2016-11-15
ISHARES CORE U S AGGREGATE BOND ETF	P	2016-10-27	2016-11-15
METROPOLITAN WEST LOW DURATION CLASS	P	2016-02-29	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-01-12	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
170		169	1
104		104	
105		110	-5
14,285		14,634	-349
3,482		3,431	51
105		106	-1
3,533		2,665	868
6,320		6,447	-127
97		96	1
12,360		12,717	-357

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			-5
			-349
			51
			-1
			868
			-127
			1
			-357

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-17	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-07-27	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-06-30	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-12-18	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-03-31	2016-10-27
BLACKROCK STRATEGIC INCOME OPRTSI I	P	2015-01-30	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-17	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2015-08-25	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-07-07	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-01-29	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
196		197	-1
306		299	7
103		104	-1
300		283	17
83		83	
96		99	-3
273		276	-3
308		297	11
1,959		1,968	-9
30		28	2

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			7
			-1
			17
			-3
			-3
			11
			-9
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d			
List and describe the kind(s) of property sold (e g , real estate, (a) 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)
METROPOLITAN WEST LOW DURATION CLASS	P	2016-04-29	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-02-27	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-17	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-01-29	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2015-07-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2016-02-29	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2016-05-31	2016-10-27
BLACKROCK STRATEGIC INCOME OPPRTSI I	P	2015-03-31	2016-10-27
LOOMIS SAYLES CORE PLUS BOND FUND CL	P	2014-10-27	2016-10-27
METROPOLITAN WEST LOW DURATION CLASS	P	2014-09-03	2016-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
100		100	
99		103	-4
284		287	-3
62,545		62,974	-429
98		98	
230		216	14
117		116	1
104		108	-4
184		188	-4
104		105	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) 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	
			-4
			-3
			-429
			14
			1
			-4
			-4
			-1

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

List and describe the kind(s) of property sold (e g , real estate, (a) 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)
METROPOLITAN WEST LOW DURATION CLASS	P	2015-08-31	2016-10-27

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
106		106	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MARY'S ACADEMY 1615 SW 5TH AVE PORTLAND, OR 97201	NONE	501(C)(3)	CHILDREN	2,000
OREGON PUBLIC BROADCASTING 7140 SW MACADAM AVENUE PORTLAND, OR 97219	NONE	501(C)(3)	CHILDREN	1,000
CAMP SILVER CREEK 685 COURT STREET SALEM, OR 97301	NONE	501(C)(3)	CHILDREN	1,000
OREGON HUMANE SOCIETY 1067 NE COLUMBIA BLVD PORTLAND, OR 97211	NONE	501(C)(3)	ANIMALS	1,000
PORTLAND YOUTH BUILDERS 4816 SE 92ND AVENUE PORTLAND, OR 97226	NONE	501(C)(3)	CHILDREN	1,000
Total ▶ 3a				30,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FRIENDLY HOUSE 2617 NW SAVIER STREET PORTLAND, OR 97210	NONE	501(C)(3)	CHILDREN	1,000
SATURDAY ACADEMY 5000 N WILLAMETTE BLVD PORTLAND, OR 97203	NONE	501(C)(3)	CHILDREN	1,000
MINDS MATTER OF PORTLAND PO BOX 820023 PORTLAND, OR 97282	NONE	501(C)(3)	CHILDREN	1,000
CEASEFIRE OREGON EDUCATION FOUND 7327 SW BARNES ROD SUITE PORTLAND, OR 97225	NONE	501(C)(3)	CHILDREN	1,000
THE LIBRARY FOUNDATION 620 SW 5TH AVENUE SUITE 1025 PORTLAND, OR 97204	NONE	501(C)(3)	CHILDREN	1,000
Total ► 3a				30,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
AMERICAN FRIENDS OF SMUS PO BOX 538202 ATLANTA, GA 30353	NONE	501(C)(3)	CHILDREN	1,000
CASCADIA WILDLANDS PO BOX10455 EUGENE, OR 97440	NONE	501(C)(3)	ANIMALS	1,000
PORTLAND ART MUSEUM 1219 SW PARK AVENUE PORTLAND, OR 97205	NONE	501(C)(3)	CHILDREN	1,000
SMART 101 SW MARKET STREET PORTLAND, OR 97201	NONE	501(C)(3)	CHILDREN	1,000
CHILDRENS CENTER 1713 PENN LANE OREGON CITY, OR 97045	NONE	501(C)(3)	CHILDREN	1,000
Total 3a				30,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
READING RESULTS 3115 NE SANDY BLVD SUITE 229 PORTLAND, OR 97232	NONE	501(C)(3)	CHILDREN	1,000
NW ASSOC FOR BLIND ATHLETES PO BOX 65265 VANCOUVER, WA 98665	NONE	501(C)(3)	CHILDREN	1,000
RAPHAEL HOUSE OF PORTLAND 4110 SE HAWTHORNE BLVD SUITE 503 PORTLAND, OR 97204	NONE	501(C)(3)	CHILDREN	1,000
OMSI 1945 SE WATER AVENUE PORTLAND, OR 97214	NONE	501(C)(3)	CHILDREN	1,000
THE COMMUNITY LIBRARY PO BOX 2168 KETCHUM, ID 83340	NONE	501(C)(3)	CHILDREN	1,000
Total 				30,000
3a				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PLAYWRITE INC PO BOX 13420 PORTLAND, OR 97213	NONE	501(C)(3)	CHILDREN	1,000
KAIROSPDX 4915 N GANTENBEIN AVE PORTLAND, OR 97217	NONE	501(C)(3)	CHILDREN	1,000
PROFILE THEATRE 1515 SW MORRISON STREET PORTLAND, OR 97205	NONE	501(C)(3)	CHILDREN	2,000
OREGON HUMANITIES 921 SW WASHINGTON ST 15 PORTLAND, OR 97205	NONE	501(C)(3)	CHILDREN	2,500
FRIENDS OF THE CHILDREN 921 SW WASHINGTON ST SUITE 150 PORTLAND, OR 97212	NONE	501(C)(3)	CHILDREN	1,000
Total ▶ 3a				30,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment				
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NW COLLEGE OF LIBERAL ARTS 618 NW GLISAN ST SUITE 303D PORTLAND, OR 97209	NONE	501(C)(3)	CHILDREN	500
OPEN MEADOW SCHOOLS 7633 N WABASH AVE PORTLAND, OR 97217	NONE	501(C)(3)	CHILDREN	1,000
Total ▶ 3a				30,000

TY 2016 Accounting Fees Schedule**Name:** LEOTTA GORDON FOUNDATION**EIN:** 94-3064791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTANT	1,400	1,400		

TY 2016 Investments Corporate Stock Schedule**Name:** LEOTTA GORDON FOUNDATION**EIN:** 94-3064791

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO ENTERPRISE A FUND	23,276	22,298
DIAMOND HILL LARGE CAP	26,244	38,614
DIAMOND HILL SMALL CAP	30,739	41,813
THE OAKMARK INTL FUND	35,421	35,888
THE OAKMARK INTL SMALL	17,885	19,389
VIRTUS EMERGING MARKETS OPPORTUNITY	43,019	42,245
VANGUARD INT-TERM BOND INDEX ADM	44,119	42,357
CLAYMORE EXCHANGE TRD FD	14,134	13,772
SPDR INDES SHS FDS DJ WILSHIRE GLO	12,847	14,011
VANGUARD INDEX FDS GROWTH	41,382	56,074
VANGUARD INDEX FDS VANGUARD VALUE	34,104	38,227
ISHARES CORE US AGG BOND ETF	122,828	119,406
VANGUARD SCOTTSDALE FDS ST CORP BD	72,838	71,989
BLACKROCK STRATEGIC INCOME OPPTS		
METROPOLITAN WEST TOTAL		
LOOMIS SAYLES CORE PLUS BOND FUND		
GUGGENHM TIMBER ETF		
SPDR DJ WILSHIRE GLOBAL		

TY 2016 Other Expenses Schedule**Name:** LEOTTA GORDON FOUNDATION**EIN:** 94-3064791**Other Expenses Schedule**

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISCELLANEOUS	314			

TY 2016 Other Increases Schedule

Name: LEOTTA GORDON FOUNDATION

EIN: 94-3064791

Description	Amount
NON DIVIDEND DISTRIBUTIONS	264

TY 2016 Other Professional Fees Schedule**Name:** LEOTTA GORDON FOUNDATION**EIN:** 94-3064791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDELITY 657465933	5,725	5,725		

TY 2016 Taxes Schedule**Name:** LEOTTA GORDON FOUNDATION**EIN:** 94-3064791

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECTION 4940 TAX	179			
CT-12 FEE	80			
FOREIGN TAXES	179	179		