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.
▶ Go to *www.irs.gov/Form990PF* for instructions and the latest information.

OMB No. 1545-0052

2019

Open to Public Inspection

For calendar year 2019, or tax year beginning 01-01-2019 , and ending 12-31-2019

Name of foundation
HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

A Employer identification number
93-0988354

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
2121 SW BROADWAY SUITE 115

B Telephone number (see instructions)
(503) 471-2103

City or town, state or province, country, and ZIP or foreign postal code
PORTLAND, OR 97201

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), *line 16*) ▶$ 31,719,556

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)	0			
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities . . .	1,111,527	1,111,527		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	-433,489			
	b	Gross sales price for all assets on line 6a 42,500,695				
	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) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	678,038	1,111,527		
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 (attach schedule)	13,056	0		13,056
	b	Accounting fees (attach schedule)	7,950	1,988		563
	c	Other professional fees (attach schedule)	48,617	47,262		1,355
	17	Interest				
	18	Taxes (attach schedule) (see instructions) . . .	25,000	0		0
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy	52,411	0		52,411
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	22,109	0		22,109
	24	**Total operating and administrative expenses.** Add lines 13 through 23	169,143	49,250		89,494
	25	Contributions, gifts, grants paid	4,820,465			4,660,465
	26	**Total expenses and disbursements.** Add lines 24 and 25	4,989,608	49,250		4,749,959
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-4,311,570			
	b	**Net investment income** (if negative, enter -0-)		1,062,277		
	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	End of year (c) Fair Market Value
Assets 1	Cash—non-interest-bearing	98,709	168,503	168,503
2	Savings and temporary cash investments	1,129,880	4,457,374	4,457,374
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)	26,295,534	17,097,927	17,097,927
b	Investments—corporate stock (attach schedule)	4,614,048	5,936,666	5,936,666
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 ▶ 3,866,019 Less: accumulated depreciation (attach schedule) ▶	3,866,019	3,866,019	3,866,019
15	Other assets (describe ▶)	257,767	193,067	193,067
16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	36,261,957	31,719,556	31,719,556
Liabilities 17	Accounts payable and accrued expenses	1,411	5,400	
18	Grants payable		160,000	
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)	1,850,000		
22	Other liabilities (describe ▶)			
23	**Total liabilities**(add lines 17 through 22)	1,851,411	165,400	
Net Assets or Fund Balances	**Foundations that follow FASB ASC 958, check here ▶ ☑ and complete lines 24, 25, 29 and 30.**			
24	Net assets without donor restrictions	34,410,546	31,554,156	
25	Net assets with donor restrictions			
	Foundations that do not follow FASB ASC 958, check here ▶ ☐ and complete lines 26 through 30.			
26	Capital stock, trust principal, or current funds			
27	Paid-in or capital surplus, or land, bldg., and equipment fund			
28	Retained earnings, accumulated income, endowment, or other funds			
29	**Total net assets or fund balances** (see instructions)	34,410,546	31,554,156	
30	**Total liabilities and net assets/fund balances** (see instructions)	36,261,957	31,719,556	

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 29 (must agree with end-of-year figure reported on prior year's return)	1	34,410,546
2	Enter amount from Part I, line 27a	2	-4,311,570
3	Other increases not included in line 2 (itemize) ▶	3	1,455,180
4	Add lines 1, 2, and 3	4	31,554,156
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 29	6	31,554,156

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.)
1 a	PUBLICLY TRADED SECURITIES			
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	42,500,695		42,934,184	-433,489
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) **or** Losses (from col.(h))
a				-433,489
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	-433,489
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

1 Enter the appropriate amount in each column for each year; see 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))
2018	35,182	27,533,957	0.001278
2017	3,915	14,785,828	0.000265
2016	2,025,121	14,856,251	0.136314
2015	344,340	15,935,951	0.021608
2014	0	615,626	0.000000

2 Total of line 1, column (d)	2	0.159465
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5.0, or by the number of years the foundation has been in existence if less than 5 years	3	0.031893
4 Enter the net value of noncharitable-use assets for 2019 from Part X, line 5	4	34,325,337
5 Multiply line 4 by line 3	5	1,094,738
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,623
7 Add lines 5 and 6	7	1,105,361
8 Enter qualifying distributions from Part XII, line 4	8	4,749,959

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	10,623
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	10,623
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	10,623
6	Credits/Payments:				
a	2019 estimated tax payments and 2018 overpayment credited to 2019	6a	26,346		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	0		
d	Backup withholding erroneously withheld	6d	0		
7	Total credits and payments. Add lines 6a through 6d.			7	26,346
8	Enter any **penalty** for underpayment of estimated tax. Check here ☑ if Form 2220 is attached.			8	0
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	15,723
11	Enter the amount of line 10 to be: **Credited to 2020 estimated tax** ▶ 15,723	**Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes? (see Instructions for definition).	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?.	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?.	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?.	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	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 2019 or the taxable year beginning in 2019? See the instructions for Part XIV. If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. See instructions.	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement. See instructions	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶WILLIAM MURRAY Telephone no. ▶(503) 734-3147

Located at ▶2121 SW BROADWAY SUITE 115 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 |

			Yes	No
16	At any time during calendar year 2019, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See 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		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 2019?.		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 2019, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2019?.	☐ 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 2019 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 2019.)*		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 2019?		4b		No

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

			Yes	No
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	Yes	
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If "Yes", did the foundation receive any proceeds or have any net income attributable to the transaction?	7b		
8	Is the foundation subject to the section 4960 tax on payment(s) of more than $1,000,000 in remuneration or excess parachute payment during the year? ☐ Yes ☑ No			

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

1 List all officers, directors, trustees, foundation managers and their compensation. See instructions

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 . . . . ▶	0

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	30,128,884
b	Average of monthly cash balances		1b	676,107
c	Fair market value of all other assets (see instructions)		1c	4,043,067
d	**Total** (add lines 1a, b, and c)		1d	34,848,058
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	34,848,058
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	522,721
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	34,325,337
6	**Minimum investment return.** Enter 5% of line 5		6	1,716,267

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	1,716,267
2a	Tax on investment income for 2019 from Part VI, line 5	2a 10,623		
b	Income tax for 2019. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	10,623
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,705,644
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	1,705,644
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	1,705,644

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	4,749,959
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	4,749,959
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	10,623
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	4,739,336

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 2018	(c) 2018	(d) 2019
1 Distributable amount for 2019 from Part XI, line 7				1,705,644
2 Undistributed income, if any, as of the end of 2019:				
a Enter amount for 2018 only.			1,219,973	
b Total for prior years: 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2019:				
a From 2014.				
b From 2015.				
c From 2016.				
d From 2017.				
e From 2018.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2019 from Part XII, line 4: ▶ $ 4,749,959				
a Applied to 2018, but not more than line 2a			1,219,973	
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 2019 distributable amount.				1,705,644
e Remaining amount distributed out of corpus	1,824,342			
5 Excess distributions carryover applied to 2019. *(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	1,824,342			
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 2018. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2019. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2020				0
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 2014 not applied on line 5 or line 7 (see instructions)	0			
9 **Excess distributions carryover to 2020.** Subtract lines 7 and 8 from line 6a	1,824,342			
10 Analysis of line 9:				
a Excess from 2015.				
b Excess from 2016.				
c Excess from 2017.				
d Excess from 2018.				
e Excess from 2019. 1,824,342				

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 2019, enter the date of the ruling. . . . . ▶

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

	Tax year	Prior 3 years			(e) Total
	(a) 2019	**(b)** 2018	**(c)** 2017	**(d)** 2016	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** "Assets" alternative test—enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

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. to individuals or organizations under other conditions, complete items 2a, b, c, and d. See instructions

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

JEFFREY HEATHERINGTON
2121 SW BROADWAY SUITE 115
PORTLAND, OR 97201
(503) 471-2103
N/A

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

REQUEST TO BE SUBMITTED ON FOUNDATION APPLICATION FORM, TOGETHER WITH 501(C) (3) DETERMINATION LETTER, CURRENT FINANCIAL STATEMENT, PROJECTED BUDGET AND LIST OF OFFICERS AND DIRECTORS.

c Any submission deadlines:

N/A

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

N/A

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				4,660,465
b *Approved for future payment*				
CLACKAMAS VOLUNTEERS IN MEDICINE PO BOX 2592 OREGON CITY, OR 97045	N/A	PC	GENERAL OPERATING SUPPORT	160,000
Total . . . . ▶ **3b**				160,000

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	1,111,527	
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	-433,489	
9 Net income or (loss) from special events:					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e). .		0		678,038	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 678,038

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

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

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

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

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

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

(a) Line No.	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) (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
FAMILYCARE INC	501(C)(4)	50% OF THE FOUNDATION'S BOARD MEMBERS ARE ALSO BOARD MEMBERS OR OFFICERS OF FAMILYCARE, INC. THE TWO ORGANIZATIONS SHARE A HISTORIC AND CONTINUING RELATIONSHIP.
FAMILYCARE HEALTH PLANS INC	501(C)(4)	50% OF THE FOUNDATION'S BOARD MEMBERS ARE ALSO BOARD MEMBERS OR OFFICERS OF FAMILYCARE HEALTH PLANS, INC. THE TWO ORGANIZATIONS SHARE A HISTORIC AND CONTINUING RELATIONSHIP.

Sign Here

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

******	2020-11-12	******
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
CYNTHIA P BARTHOLOMEW		2020-11-12		P01313965
Firm's name ▶ PERKINS & COMPANY PC				Firm's EIN ▶93-0928924
Firm's address ▶ 1211 SW FIFTH AVE SUITE 1000 PORTLAND, OR 972043710				Phone no. (503) 221-0336

Form 990PF Part VIII Line 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
JEFFREY HEATHERINGTON 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	PRESIDENT 1.00	0	0	0
JEFF PAWLOWSKI 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	BOARD CHAIR & BOARD MEMBER 1.00	0	0	0
KAREN CARNAHAN 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	SECRETARY & BOARD MEMBER 1.00	0	0	0
ROBERT CARUS 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	TREASURER & BOARD MEMBER 1.00	0	0	0
ROBIN RICHARDSON 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	BOARD MEMBER 1.00	0	0	0
CHARLES KALUZA 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	BOARD MEMBER 1.00	0	0	0
JANET TESCH 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	BOARD MEMBER 1.00	0	0	0
PAULA CRONE 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	BOARD MEMBER 1.00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
WESTERN UNIVERSITY OF HEALTH SCIENCES 200 MULLINS DR LEBANON, OR 97355	N/A	PC	SCHOLARSHIPS, GENERAL OPERATIONS SUPPORT	340,465
CLACKAMAS VOLUNTEERS IN MEDICINE PO BOX 2592 OREGON CITY, OR 97045	N/A	PC	GENERAL OPERATING SUPPORT	40,000
FOUNDATION FOR MEDICAL EXCELLENCE 11740 SW 68TH PKWY SUITE 125 PORTLAND, OR 97223	N/A	PC	GENERAL OPERATING SUPPORT	15,000
Total . . . . ▶ **3a**				4,660,465

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
CASCADIA BEHAVIORAL HEALTHCARE PO BOX 8459 PORTLAND, OR 97207	N/A	PC	GENERAL OPERATING SUPPORT	20,000
OREGON SYMPHONY ASSOCIATION 921 SW WASHINGTON ST 200 PORTLAND, OR 97205	N/A	PC	GENERAL OPERATING SUPPORT	100,000
LEBANON COMMUNITY HOSPITAL FOUNDATION 525 N SANTIAM HWY LEBANON, OR 97355	N/A	PC	GENERAL OPERATING SUPPORT	1,000,000
Total . . . . ▶ **3a**				4,660,465

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
LUND REPORTPO BOX 92841 PORTLAND, OR 97282	N/A	PC	GENERAL OPERATING SUPPORT	50,000
OSTEOPATHIC PHYSICIANS & SURGEONS OF OREGON 2121 SW BROADWAY SUITE 115 PORTLAND, OR 97201	N/A	NC	SUPPORT EDUCATION & RSCH TO ENSURE HIGHEST QUALITY, COMPREHENSIVE HEALTH & PATIENT CARE TO OREGONIANS	75,000
WILSON STRATEGICSTATE OF REFORM 19101 36TH AVE W SUITE 203 LYNNWOOD, WA 98036	N/A	NC	SUPPORT EDUCATIONAL PROGRAMS TO BRIDGE THE GAP BETWEEN HEALTH CARE AND HEALTH POLICY	15,000
Total . . . . ▶ **3a**				4,660,465

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
ASIAN HEALTH & SERVICE CENTER 9035 SE FOSTER RD PORTLAND, OR 97266	N/A	PC	2019 AHSC CONFERENCE	5,000
WILLAMETTE UNIVERSITY900 STATE ST SALEM, OR 97301	N/A	PC	PUBLIC HEALTH PROGRAM	3,000,000
Total . . . . ▶ **3a**				4,660,465

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TY 2019 Accounting Fees Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,950	1,988		563

TY 2019 Investments Corporate Stock Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADIENT ORD	21,760	21,760
AJA GROUP ADR	70,795	70,795
ALPHABET CL A ORD	235,733	235,733
ALPHABET CL C ORD	139,050	139,050
AMAZON COM ORD	389,894	389,894
AMERICAN EXPRESS ORD	34,110	34,110
AMERICAN TOWER REIT	75,611	75,611
AMGEN ORD	33,509	33,509
ANALOG DEVICES ORD	34,345	34,345
ANHEUSER BUSCH ADR REP 1 ORD	91,885	91,885
APACHE ORD	111,496	111,496
APPLE ORD	183,238	183,238
APPLIED MATERIAL ORD	56,096	56,096
APTIV ORD	48,340	48,340
BAKER HUGHES CL A ORD	52,618	52,618
BANK OF AMERICA ORD	165,816	165,816
BERKSHIRE HATHWAY CL B ORD	82,220	82,220
BRISTOL MYERS SQUIBB ORD	32,352	32,352
BROADCOM ORD	20,857	20,857
CABOT OIL & GAS ORD	50,611	50,611
CAPITAL ONE FINANCIAL ORD	129,358	129,358
CARGURUS CL A ORD	42,568	42,568
CATERPILLAR ORD	31,160	31,160
CHENIERE ENERGY ORD	101,254	101,254
CHINA INDEX HOLDINGS CL A SPON ADR	6,978	6,978
CIGNA ORD	48,464	48,464
CITIGROUP ORD	124,788	124,788
COMCAST CL A ORD	36,066	36,066
CVS HEALTH ORD	32,316	32,316
DANAHER ORD	39,751	39,751

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DANONE ADR	59,842	59,842
DIAGEO ADR REP 4 ORD	24,252	24,252
EATON ORD	90,931	90,931
EBAY ORD	27,263	27,263
FACEBOOK CL A ORD	189,446	189,446
FANG ADR REP CL A ORD	5,484	5,484
FERGUSON ADR	54,374	54,374
FIRST REPUBLIC BANK ORD	24,077	24,077
FOX CORPORATION ORD	72,800	72,800
GILEAD SCIENCES ORD	37,493	37,493
GOLDMAN SACHS GROUP ORD	81,395	81,395
HUMANA ORD	98,960	98,960
INTEL ORD	62,603	62,603
JOHNSON CONTROLS INTERNATIONAL ORD	71,975	71,975
JPMORGAN CHASE ORD	90,889	90,889
KINDER MORGAN CL P ORD	15,772	15,772
LENNAR CL A ORD	113,923	113,923
LIBERTY MEDIA FORMULA ONE SRS C ORD	73,682	73,682
LYONDELLBASELL INDUSTRIES CL A ORD	36,186	36,186
MAGNOLIA OIL GAS CL A ORD	59,126	59,126
MARKEL ORD	75,449	75,449
MICROSOFT ORD	155,177	155,177
MORGAN STANLEY ORD	122,944	122,944
ORACLE ORD	43,073	43,073
OWENS CORNIING ORD	45,649	45,649
PEPSICO ORD	40,591	40,591
POLARIS INDUSTRIES ORD	52,884	52,884
QORVO ORD	106,583	106,583
QUEST DIAGNOSTICS ORD	198,736	198,736
QUOTIENT TECHNOLOGY ORD	52,909	52,909

Investments Corporation Stock Schedule

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RALPH LAUREN CL A ORD	38,448	38,448
SAP ADR REP 1 ORD	35,641	35,641
STATE STREET ORD	42,635	42,635
SYNCHRONY FINANCIAL ORD	32,805	32,805
TEMPUR SEALY INTERNATIONAL ORD	70,432	70,432
TEXAS INSTRUMENTS ORD	51,059	51,059
UNION PACIFIC ORD	61,107	61,107
UNITED TECHNOLOGIES ORD	241,263	241,263
UNITEDHEALTH GRP ORD	220,485	220,485
VISA CL A ORD	40,399	40,399
WALMART ORD	73,205	73,205
WALT DISNEY ORD	42,810	42,810
WELLS FARGO ORD	196,962	196,962
WORKDAY CL A ORD	47,033	47,033
ZIMMER BIOMET HOLDINGS ORD	34,875	34,875

TY 2019 Investments Government Obligations Schedule

Name:	HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE
EIN:	93-0988354
US Government Securities - End of Year Book Value:	17,097,927
US Government Securities - End of Year Fair Market Value:	17,097,927
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2019 Legal Fees Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	13,056	0		13,056

TY 2019 Other Assets Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Other Assets Schedule

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS AND INTEREST	248,788	182,088	182,088
DEPOSITS	8,979	10,979	10,979

TY 2019 Other Expenses Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Other Expenses Schedule

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OREGON CHARITABLE FEE	2,400	0		2,400
DUES & SUBSCRIPTIONS	91	0		91
PRINTING	1,687	0		1,687
INSURANCE	11,964	0		11,964
MEALS	802	0		802
PURCHASED SERVICES	5,165	0		5,165

TY 2019 Other Increases Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Description	Amount
NET UNREALIZED GAINS ON INVESTMENTS	1,455,180

TY 2019 Other Professional Fees Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	47,262	47,262		0
CONSULTING FEES	1,355	0		1,355

TY 2019 Taxes Schedule

Name: HEATHERINGTON FOUNDATION FOR INNOVATION AND EDUCATION IN HEALTH CARE

EIN: 93-0988354

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX PAID	25,000	0		0