

Return of Private Foundation 2000
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

IRS use only — Do not write or staple in this space.

Note: The organization may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2000, or tax year beginning , 2000, and ending , 20 OMB No. 1545-0052

G Check all that apply: Initial return Final return Amended return Address Change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of Organization PACIFIC NORTHWEST FOUNDATION, INC.	A Employer identification number 77-0177829
	Number and Street (or P.O. box number if mail is not delivered to street address) Room/Suite P. O. BOX 1973065	B Telephone number (see instructions) (503) 977-2660
	City or Town State ZIP code PORTLAND OR 97280-0730	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> D 2 Organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

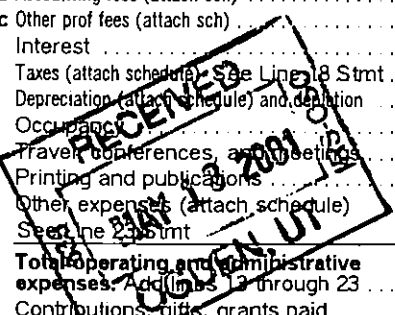
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column c, line 16) **J** Accounting method: Cash Accrual
 Other (specify)
▶ \$ 3,671,246. (Part I, column d must be on cash basis.)

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)
1	Contributions, gifts, grants, etc. received (att sch)				
2	Distributions from split-interest trusts				
3	Interest on savings and temporary cash investments	2,323.	2,323.		
4	Dividends and interest from securities	56,228.	56,228.		
5a	Gross rents				
b	(Net rental income or (loss))				
6a	Net gain/(loss) from sale of assets not on line 10	427,832.			
b	Gross sales prices for all assets on line 6a	2,028,794.			
7	Capital gain net income (from Part IV, line 2)		427,832.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	486,383.	486,383.		
13	Compensation of officers, directors, trustees, etc.	52,000.	26,000.		26,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) L-16a Stmt	75.			75.
b	Accounting fees (attach sch) L-16b Stmt	1,950.			1,950.
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule) - See Line 18 Stmt	11,077.	2,422.		2,830.
19	Depreciation (attach schedule) and depletion	1,865.	1,865.		
20	Occupancy				
21	Travel, conferences, and meetings	4,468.	2,234.		2,234.
22	Printing and publications				
23	Other expenses (attach schedule) See line 23 Stmt	59,308.	33,129.		26,179.
24	Total operating and administrative expenses. Add lines 13 through 23	130,743.	65,650.		59,268.
25	Contributions, gifts, grants paid	101,031.			101,031.
26	Total expenses and disbursements. Add lines 24 and 25	231,774.	65,650.		160,299.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	254,609.			
b	Net investment income (if negative, enter -0-)		420,733.		
c	Adjusted net income (if negative, enter -0-)				

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ADMINISTRATIVE EXPENSES



Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing		5,712.	2,813.	2,813.
	2	Savings and temporary cash investments		4,184.	15,891.	15,891.
	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 sch)				
		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) L-10b Stmt		2,933,822.	3,181,498.	3,437,522.
	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) L-13 Stmt		130,874.	130,874.	204,019.	
14	Land, buildings, and equipment: basis 19,410.					
	Less: accumulated depreciation (attach schedule) L-14 Stmt 8,409.		12,866.	11,001.	11,001.	
15	Other assets (describe)					
16	Total assets (to be completed by all filers – see instructions. Also, see page 1, item I)		3,087,458.	3,342,077.	3,671,246.	
LIABILITIES	17	Accounts payable and accrued expenses		515.	525.	
	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)		515.	525.	
NET ASSET BALANCES	Organizations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Organizations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds		3,086,943.	3,341,552.	
	28	Paid-in or capital surplus, or land, building, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		3,086,943.	3,341,552.		
31	Total liabilities and net assets/fund balances (see instructions)		3,087,458.	3,342,077.		

Part II 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	3,086,943.
2	Enter amount from Part I, line 27a	2	254,609.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,341,552.
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	3,341,552.

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 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a SCHEDULE 1	P	Various	Various
b SHORT TERM CAPITAL GAIN DISTRIBUTIONS	P	Various	12/31/00
c LONG TERM CAPITAL GAIN DISTRIBUTIONS	P	Various	12/31/00
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 1,783,873.		1,600,962.	182,911.
b 60,864.		0.	60,864.
c 184,057.		0.	184,057.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			182,911.
b			60,864.
c			184,057.
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	427,832.
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 organization liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If 'Yes,' the organization 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 (column (b) divided by column (c))
1999	126,027.	3,477,833.	0.036237
1998	99,437.	3,178,119.	0.031288
1997	26,623.	3,098,028.	0.008594
1996	5,006.	2,407,640.	0.002079
1995	19,391.	2,427,711.	0.007987

2 Total of line 1, column (d)	2	0.086185
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	0.017237
4 Enter the net value of noncharitable-use assets for 2000 from Part X, line 5	4	4,035,132.
5 Multiply line 4 by line 3	5	69,554.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,207.
7 Add lines 5 and 6	7	73,761.
8 Enter qualifying distributions from Part XII, line 4	8	160,299.

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)

1 a Exempt operating foundations described in Section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary – see instructions)			
b Domestic organizations that meet the Section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	4,207.
c All other domestic organizations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	4,207.
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	4,207.
6 Credits/Payments:			
a 2000 estimated tax payments and 1999 overpayment credited to 2000	6a	3,640.	
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	3,640.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	567.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		10	
11 Enter the amount on line 10 to be: Credited to 2001 estimated tax _____ Refunded _____		11	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the organization attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?		X
<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 organization in connection with the activities.</i>		
c Did the organization file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (Section 4955) imposed during the year: (1) On the organization ... \$ _____ (2) On organization managers ... \$ _____		
e Enter the reimbursement (if any) paid by the organization during the year for political expenditure tax imposed on organization managers ... \$ _____		
2 Has the organization engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		X
3 Has the organization 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>		X
4 a Did the organization have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		
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>		X
6 Are the requirements of Section 508(e) (relating to Sections 4941 through 4945) satisfied either: • By language in the governing instrument or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the organization have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) _____ <u>OREGON</u>		
b If the answer is 'Yes' to line 7, has the organization 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>	X	
9 Is the organization claiming status as a private operating foundation within the meaning of Section 4942(j)(3) or 4942(j)(5) for calendar year 2000 or the taxable year beginning in 2000 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X
11 Did the organization comply with the public inspection requirements for its annual returns and exemption application?		X
12 The books are in care of <u>FRANKLIN C. COOK</u> Telephone no. <u>(503) 977-3226</u> Located at <u>P. O. BOX 1973065, PORTLAND, OREGON</u> ZIP + 4 <u>97280-0730</u>		
13 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year _____		

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

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

	Yes	No
1a During the year did the organization (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the organization agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c Did the organization 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 2000? <input type="checkbox"/>	1c	X
2 Taxes on failure to distribute income (Section 4942) (does not apply for years the organization was a private operating foundation defined in Section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2000, did the organization have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2000? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years <input type="checkbox"/> 19__ , 19__ , 19__ , 19__ .		
b Are there any years listed in 2a for which the organization 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.) <input type="checkbox"/>	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. <input type="checkbox"/> 19__ , 19__ , 19__ , 19__ .		
3a Did the organization hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If 'Yes,' did it have excess business holdings in 2000 as a result of (1) any purchase by the organization 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 organization had excess business holdings in 2000.) <input type="checkbox"/>	3b	
4a Did the organization invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	4a	X
b Did the organization 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 2000? <input type="checkbox"/>	4b	X
5a During the year did the organization pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (Section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Influence the outcome of any specific public election (see Section 4955); or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Provide a grant to an organization other than a charitable, etc, organization described in Section 509(a)(1), (2), or (3), or Section 4940(d)(2)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	5b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
c If the answer is 'Yes' to question 5a(4), does the organization claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No If 'Yes,' attach the statement required by Regulations Section 53.4945-5(d).		
6a Did the organization, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/>	6b	X
If you answered 'Yes' to 6b, also file 8870.		

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
FRANKLIN C. COOK P. O. BOX 1973065; PORTLAND, OR	EXEC. VP 20 HRS/WK	26,000.	8,333.	0.
ANNA M. SALANTI P. O. BOX 1973065; PORTLAND, OR	PRESIDENT 20 HRS/WK	26,000.	7,832.	0.
KATHLEEN M. COOK 106 BROOK LANE; ITHACA, NY	VICE PRES 1/4 HR/WK	0.	0.	0.
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2 Compensation of five highest-paid employees (other than those included on line 1— see instructions). If none, enter 'None.'

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
N/A	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----
-----	-----	-----	-----	-----

Total number of other employees paid over \$50,000 ▶ None

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
N/A	-----	-----
-----	-----	-----
-----	-----	-----
-----	-----	-----
-----	-----	-----
-----	-----	-----

Total number of others receiving over \$50,000 for professional services ▶ None

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 ----- -----	

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	4,011,981.
b Average of monthly cash balances	1b	73,599.
c Fair market value of all other assets (see instructions)	1c	11,001.
d Total (add lines 1a, b and c)	1d	4,096,581.
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	0.
3 Subtract line 2 from line 1d	3	4,096,581.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	61,449.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,035,132.
6 Minimum investment return. Enter 5% of line 5	6	201,757.

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	201,757.
2a Tax on investment income for 2000 from Part VI, line 5	2a	4,207.
b Income tax for 2000. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	4,207.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	197,550.
4a Recoveries of amounts treated as qualifying distributions	4a	
b Income distributions from section 4947(a)(2) trusts	4b	
c Add lines 4a and 4b	4c	
5 Add lines 3 and 4c	5	197,550.
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	197,550.

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	160,299.
b Program-related investments - total of lines 1 - 3 of 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	160,299.
5 Organizations 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	4,207.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	156,092.

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 1999	(c) 1999	(d) 2000
1 Distributable amount for 2000 from Part XI, line 7				197,550.
2 Undistributed income, if any, as of the end of 1999:				
a Enter amount for 1999 only			0.	
b Total for prior years: 19__, 19__, 19__				
3 Excess distributions carryover, if any, to 2000:				
a From 1995	0.			
b From 1996	0.			
c From 1997	0.			
d From 1998	0.			
e From 1999	49,816.			
f Total of lines 3a through e	49,816.			
4 Qualifying distributions for 2000 from Part XII, line 4: ▶ \$ 160,299				
a Applied to 1999, but not more than line 2a				
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 2000 distributable amount				
e Remaining amount distributed out of corpus	160,299.			
5 Excess distributions carryover applied to 2000 (If an amount appears in column (d), the same amount must be shown in column (a).)	197,550.			197,550.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	12,565.			
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				
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 1999. Subtract line 4a from line 2a. Taxable amount - see instructions			0.	
f Undistributed income for 2000. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2001				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(E) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 1995 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2001. Subtract lines 7 and 8 from line 6a	12,565.			
10 Analysis of line 9:				
a Excess from 1996	0.			
b Excess from 1997	0.			
c Excess from 1998	0.			
d Excess from 1999	0.			
e Excess from 2000	12,565.			

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2000, 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				(e) Total
	(a) 2000	(b) 1999	(c) 1998	(d) 1997	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a 'Assets' alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under Section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test - Enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (Section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in Section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

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).)

N/A

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.

N/A

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

Check here if the organization only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the organization 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 of the person to whom applications should be addressed:

N/A

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

N/A

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
<i>a Paid during the year</i>				
JWALAN MUKTIKA SCHOOL OF HEALING P.O. BOX 5158; SWAN LAKE, NT 59911	N/A	PUBLIC	COMPUTER (IN-KIND)	1,999.
OREGON ECOBUILDING NETWORK FOR THE LATEX ALLERGIC AND CHEMICALLY INJURED P. O. BOX 86444 PORTLAND, OR 97286	N/A	PUBLIC	GENERAL SUPPORT	47,732.
ACTON INSTITUTE; 161 OTTAWA AVE. NW STE. 301; GRAND RAPIDS, MI 49503	N/A	PUBLIC	GENERAL SUPPORT	500.
AMERICA'S SECOND HARVEST 116 SO. MICHIGAN AVE; CHICAGO, IL 60603	N/A	PUBLIC	GENERAL SUPPORT	3,000.
ASHOKA; 1700 N. MOORE ST. STE. 2000; ARLINGTON, VA 22209-1939	N/A	PUBLIC	GENERAL SUPPORT	3,000.
BRIDGE OF HOPE 1516 OLIVE ST; COATESVILLE, PA 19320	N/A	PUBLIC	GENERAL SUPPORT	3,000.
CASCADE POLICY INSTITUTE 813 S.W. ALDER STE. 707; PORTLAND, OR 97205	N/A	PUBLIC	GENERAL SUPPORT	250.
CATHOLIC CHARITIES 231 SE 12TH AVE; PORTLAND, OR 97214	N/A	PUBLIC	GENERAL SUPPORT	1,000.
COMMITTED PARTNERS FOR YOUTH COMMUNITY PROJECT FOR AT-RISK YOUTH, INC. P. O. BOX 2608 PORTLAND, OR 97208	N/A	PUBLIC	GENERAL SUPPORT IN MEMORY OF DR. RICHARD TUSCHER	4,000.
ENTERPRISE MENTORS INT'L; 16100 CHESTERFIELD PKWY WEST STE. 395; CHESTERFIELD, MO 63017	N/A	PUBLIC	GENERAL SUPPORT	3,000.
GRAMEEN FOUNDATION, USA; 1709 NEW YORK AVE. NW STE. 101; WASHINGTON, DC 20006	N/A	PUBLIC	GENERAL SUPPORT	3,000.
GREENPEACE; 702 H ST. NW STE. 101; WASHINGTON, DC 20001	N/A	PUBLIC	TRUE FOOD NETWORK PROGRAM	2,500.
GUIDESTAR; 427 SCOTLAND ST WILLIAMSBURG, VA 23185	N/A	PUBLIC	GENERAL SUPPORT	250.
See Line 3a statement				27,800.
Total				101,031.
<i>b Approved for future payment</i>				
N/A				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include Program service revenue, Fees and contracts from government agencies, Membership dues and assessments, Interest on savings and temporary cash investments, Dividends and interest from securities, Net rental income or (loss) from real estate, Net rental income or (loss) from personal property, Other investment income, Gain or (loss) from sales of assets other than inventory, Net income or (loss) from special events, Gross profit or (loss) from sales of inventory, and Other revenue.

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

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the organization'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

1. Did the organization directly or indirectly engage in any of the following with any other organization described in Section 501(c) of the Code (other than Section 501(c)(3) organizations) or in Section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

Table with 3 columns: Question, Yes, No. Rows include 1a(1), 1a(2), 1b(1)-(6), and 1c.

d If the answer to any of the above is 'Yes,' complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization 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.

Table with 4 columns: (a) Line no., (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

2a Is the organization 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.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

ing accompanying schedules and statements, and to the best of my knowledge and belief, it is true, (ary) is based on all information of which preparer has any knowledge.

Form 990-PF, Page 1, Part I, Line 18

Line 18 Stmt

Taxes: (see instructions)	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
FEDERAL TAX - 1999 FORM 990PF	2,185.			
OREGON DEPT. OF JUSTICE	409.			409.
PAYROLL TAXES	4,843.	2,422.		2,421.
FEDERAL ESTIMATED TAX PAYMENTS	3,640.			
Total	11,077.	2,422.		2,830.

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses:	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
DUES AND SUBSCRIPTIONS	1,145.	901.		244.
INSURANCE	6,445.	3,597.		2,848.
INTERNET WEB HOSTING	225.			225.
LICENSES AND FEES	5.	5.		
MEDICAL EXPENSE	35,573.	20,590.		14,983.
OFFICE EXPENSE	1,240.	620.		620.
OUTSIDE LABOR	447.	224.		223.
PENSION CONTRIBUTION	13,000.	6,500.		6,500.
POSTAGE	68.	34.		34.
REPAIRS & MAINTENANCE	250.	125.		125.
SOFTWARE	155.	155.		
TELEPHONE	755.	378.		377.
Total	59,308.	33,129.		26,179.

Form 990-PF, Page 1, Part I, Line 16a

L-16a Stmt

Line 16a - Legal Fees: Name of Provider	Type of Service Provided	Amount Paid
QUARLES & BRADY	CONSULTATIONS	75.
Total		75.

Form 990-PF, Page 1, Part I, Line 16b

L-16b Stmt

Line 16b - Accounting Fees: Name of Provider	Type of Service Provided	Amount Paid
KAREN L. CASSIDY, C.P.A.	ACCOUNTING & PREP. OF F/S & TAX RETURNS	1,950.
Total		1,950.

Form 990-PF, Page 2, Part II, Line 10b

L-10b Stmt

Line 10b - Investments - Corporate Stock:	Beginning Book Value	End of Year	
		Book Value	Fair Market Value
WASHINGTON MUTUAL INVESTORS	350,920.	0.	0.
EUROPACIFIC FUND	655,304.	630,370.	826,511.
FUNDAMENTAL INVESTORS	0.	494,279.	480,985.
INLAND REAL ESTATE CORP.	40,000.	40,000.	40,000.
SUNAMERICA SECURITIES BROKERAGE PORTFOLIO	1,887,598.	2,016,849.	2,090,026.
Total	<u>2,933,822.</u>	<u>3,181,498.</u>	<u>3,437,522.</u>

Form 990-PF, Page 2, Part II, Line 13

L-13 Stmt

Line 13 - Investments - Other:	Beginning Book Value	End of Year	
		Book Value	Fair Market Value
PACIFIC SELECT VARIABLE ANNUITY (DEF COMP PLAN)	130,874.	130,874.	204,019.
Total	<u>130,874.</u>	<u>130,874.</u>	<u>204,019.</u>

Form 990-PF, Page 2, Part II, Line 14

L-14 Stmt

Line 14b - Description of Land, Buildings, and Equipment	(a) Cost/Other Basis	(b) Accumulated Depreciation	(c) Book Value
LAND/BUILDING - MEDITERRANEAN RES.	8,995.	0.	8,995.
8/21/95 COMPUTER EQUIPMENT	3,292.	3,292.	0.
7/11/96 COMPUTER EQUIPMENT	2,165.	1,949.	216.
4/4/97 COMPUTER UPGRADE	1,563.	1,173.	390.
7/4/97 COMPUTER & MONITOR	2,400.	1,680.	720.
5/22/99 COMPUTER	995.	315.	680.
Total	<u>19,410.</u>	<u>8,409.</u>	<u>11,001.</u>

Form 990-PF, Page 10, Part XV, line 3a

Line 3a statement

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Founda- tion status of re- cipient	Purpose of grant or contribution	Amount
a Paid during the year				
HEIFER PROJ. INT'L; 105 W. CAPITOL AVE. STE. 601; LITTLE ROCK, AR 72201	N/A	PUBLIC	GENERAL SUPPORT	3,000.
LIFE CHANGE; 222 NW COUCH ST PORTLAND, OR 97209	N/A	PUBLIC	GENERAL SUPPORT	3,000.
LIFEWATER INT'L; P. O. BOX 3131; SAN LUIS OBISPO, CA 93403	N/A	PUBLIC	GENERAL SUPPORT	3,000.
MEDSHARE INT'L; 5053 CHATOOGA DR. LITHONIA, GA 33038	N/A	PUBLIC	GENERAL SUPPORT	3,000.
OREGON ENVIRONMENTAL COUNCIL 520 SW 6TH AVE. STE. 940; PORTLAND, OR 97204	N/A	PUBLIC	GENERAL SUPPORT	250.
OLD TOWN CLINIC; 219 WEST BURNSIDE ST; PORTLAND, OR 97209	N/A	PUBLIC	GENERAL SUPPORT	1,000.
OREGON FOOD BANK; 2540 N.W. RIVERSIDE WAY; PORTLAND, OR 97211	N/A	PUBLIC	GENERAL SUPPORT	500.
OREGON STATE PUBLIC RESEARCH GROUP 1536 SE 11TH AVE; PORTLAND, OR 97214	N/A	PUBLIC	GENERAL SUPPORT	250.
PHYSICIANS FOR SOCIAL RESPONSIBILITY OREGON CHAPTER 921 SWE MORRISON, STE. 500 PORTLAND, OR 97205	N/A	PUBLIC	GENERAL SUPPORT	300.
SALVATION ARMY; CASCADE DIVISION 1785 NE SANDY BLVD; PORTLAND, OR 97232	N/A	PUBLIC	GENERAL SUPPORT	1,000.
ST. JOSEPH'S INDIAN SCHOOL CHAMBERLAIN, SD 57326	N/A	PUBLIC	GENERAL SUPPORT	1,000.
SOUTHWEST INDIAN FOUNDATION P.O. BOX 86; GALLUP, NM 87302	N/A	PUBLIC	GENERAL SUPPORT	4,000.
SUNDANCE SOCIETY 2504-10A, AVE. NORTH LETHBRIDGE, ALBERTA, CANADA T1H 1M5	N/A	PUBLIC	SPECIFIC ITEMS FOR PROGRAM	7,500.

Total

27,800.

SCHEDULE 1

PART IV - Capital Gains and Losses

<u>Description</u>	<u>Date Acquired</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Cost</u>	<u>Gain (Loss)</u>
4168.875 shs Seligman Comm	2/3/1998	1/31/2000	184,544	100,268	84,276
42821.387 shs Kemper High Yield	2/11/1999	3/21/2000	302,307	335,050	(32,743)
4940.060 shs EuroPacific Growth Fund	pre-1996	3/31/2000	220,000	115,844	104,156
62.926 shs Oppenheimer Convertible	4/6/1999	8/14/2000	1,031	947	84
10747.187 shs Lord Abbett Dev Growth	2/11/1999	8/15/2000	181,198	166,314	14,884
18757.808 shs Mutual Series Shares	2/11/1999	8/15/2000	371,069	367,748	3,321
3418.483 shs MFS Emerging Growth	2/11/1999	8/16/2000	218,509	152,948	65,561
438.805 shs Franklin Calif Growth	2/11/1999	12/7/2000	18,488	10,922	7,566
11083.302 shs Wash. Mutual Investors	pre-1996	3/7/2000	<u>286,727</u>	<u>350,921</u>	<u>(64,194)</u>
			<u>1,783,873</u>	<u>1,600,962</u>	<u>182,911</u>

SCHEDULE 2

PART XIII - LINE 4c

**SECTION 4942(h)(2) ELECTION
AS TO THE TREATMENT OF QUALIFYING DISTRIBUTIONS**

Pursuant to IRC Section 4942(h)(2) and Regulation 53.4942(a)-3(d)(2), the above referenced foundation hereby elects to treat current year qualifying distributions in excess of the immediately preceding tax year's undistributed income as being made out of corpus.

↓ Franklin C. Cook
Signature

↓ V.P.
Title

PART I - LINE 19
PART II - LINE 14

	<u>Date</u> <u>Purchased</u>	<u>Cost</u>	<u>Accum</u> <u>Depr</u>	<u>Method</u>	<u>Life</u>	<u>Depr</u> <u>Expense</u>
Land/Bldg - Mediterranean Res.		8,995	-			-
Computer equipment	8/21/1995	3,292	2,852	SL	5	440
Computer equipment	7/11/1996	2,165	1,516	SL	5	433
Computer upgrade	4/4/1997	1,563	860	SL	5	313
Computer and monitor	7/4/1997	2,400	1,200	SL	5	480
Computer equipment	5/28/1999	995	116	SL	5	199
		<u>19,410</u>	<u>6,544</u>			<u>1,865</u>