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

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

2011

For calendar year 2011 or tax year beginning OCT 1, 2011, and ending SEP 30, 2012

Name of foundation
RBM FOUNDATION
C/O ROBERT WEDLAKE

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite
700 SECURITY MUTUAL BL PO BOX 5250

City or town, state, and ZIP code
BINGHAMTON, NY 13902-5250

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

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, col. (c), line 16) **\$ 1,310,315.** (Part I, column (d) must be on cash basis.)

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____

A Employer identification number
16-6379904

B Telephone number
(607) 231-6855

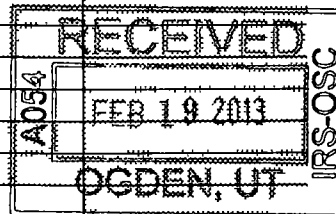
C If exemption application is pending, check here ☐

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

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

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))		(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		55,852.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		18.	18.		STATEMENT 2
4 Dividends and interest from securities		32,027.	32,027.		STATEMENT 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		18,568.			STATEMENT 1
b Gross sales price for all assets on line 6a	868,366.				
7 Capital gain net income (from Part IV, line 2)			24,284.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		106,465.	56,329.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		2,413.	1,207.		1,206.
b Accounting fees STMT 5		2,270.	1,135.		1,135.
c Other professional fees STMT 6		6,410.	6,410.		0.
17 Interest					
18 Taxes STMT 7		1,834.	22.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 8		250.	0.		250.
24 Total operating and administrative expenses. Add lines 13 through 23		13,177.	8,774.		2,591.
25 Contributions, gifts, grants paid		33,000.			33,000.
26 Total expenses and disbursements. Add lines 24 and 25		46,177.	8,774.		35,591.
27 Subtract line 26 from line 12		60,288.			
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)			47,555.		
c Adjusted net income (if negative, enter -0-)				N/A	



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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	86.		
	2 Savings and temporary cash investments	209,233.	167,881.	167,881.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U S and state government obligations			
	b Investments - corporate stock STMT 9	78,083.	716,816.	756,404.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	919,736.	382,729.	386,030.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	1,207,138.	1,267,426.	1,310,315.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	326,578.	326,578.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	880,560.	940,848.	
	30 Total net assets or fund balances	1,207,138.	1,267,426.	
	31 Total liabilities and net assets/fund balances	1,207,138.	1,267,426.	

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	1,207,138.
2 Enter amount from Part I, line 27a	2	60,288.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,267,426.
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 30	6	1,267,426.

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 SALE OF SECURITIES	P	VARIOUS	VARIOUS
b SALE OF SECURITIES	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
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 852,719.		828,234.	24,485.
b 15,000.		15,848.	-848.
c 647.			647.
d			
e			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			24,485.
b			-848.
c			647.
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	24,284.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see 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))
2010	17,905.	762,551.	.023480
2009	17,737.	301,294.	.058869
2008	20,465.	282,908.	.072338
2007	20,996.	365,928.	.057377
2006	20,316.	388,036.	.052356

2 Total of line 1, column (d)	2	.264420
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	.052884
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	1,217,120.
5 Multiply line 4 by line 3	5	64,366.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	476.
7 Add lines 5 and 6	7	64,842.
8 Enter qualifying distributions from Part XII, line 4	8	35,591.

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)		1	951.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		3	951.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		5	951.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	1,500.	
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	1,500.	
8 Enter any penalty for underpayment of estimated tax Check here ☒ if Form 2220 is attached	8	1.	
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	548.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 548. 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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? 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		X
1c Did the foundation 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 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.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation 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? If "Yes," attach the statement required by General Instruction T.		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 foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NY		
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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► ROBERT WEDLAKE Telephone no ► 607-231-6855 Located at ► 80 EXCHANGE STREET, BINGHAMTON, NY ZIP+4 ► 13901			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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 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)? Organizations relying on a current notice regarding disaster assistance check here	N/A	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 2011?		1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) N/A		2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2011 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 2011) N/A		3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b
			X

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

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

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

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

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

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ 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)? ☐ Yes ☒ No
Organizations relying on a current notice regarding disaster assistance check here ☐ N/A

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). N/A

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? ☐ Yes ☒ No
If "Yes" to 6b, file Form 8870. 6b X

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? ☐ Yes ☒ No N/A 7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		0.	0.	0.

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

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

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

(continued)

[illegible]

C

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	N/A	
2		
3		
4		

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		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	1,072,093.
b	Average of monthly cash balances	1b	163,562.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,235,655.
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	1,235,655.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	18,535.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,217,120.
6	Minimum investment return. Enter 5% of line 5	6	60,856.

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	60,856.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	951.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	951.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	59,905.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	59,905.
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	59,905.

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	35,591.
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	35,591.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	35,591.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				59,905.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			16,321.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. ► \$ 35,591.				
a Applied to 2010, but not more than line 2a			16,321.	
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 2011 distributable amount				19,270.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (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:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				40,635.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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 2011, enter the date of the ruling

b

Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Tax year

Prior 3 years

(a) 2011

(b) 2010

(c) 2009

(d) 2008

(e) Total

b

85% of line 2a

c

Qualifying distributions from Part XII, line 4 for each year listed

d

Amounts included in line 2c not used directly for active conduct of exempt activities

e

Qualifying distributions made directly for active conduct of exempt activities

Subtract line 2d from line 2c

3

Complete 3a, b, or c for the alternative test relied upon

a

"Assets" alternative test - enter

(1)

Value of all assets

(2)

Value of assets qualifying under section 4942(j)(3)(B)(i)

b

"Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c

"Support" alternative test - enter

(1)

Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2)

Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3)

Largest amount of support from an exempt organization

(4)

Gross investment income

Part XV

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

1

Information Regarding Foundation Managers:

a

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

NONE

b

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

NONE

2

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

Check here

☐

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

a

The name, address, and telephone number of the person to whom applications should be addressed

SEE STATEMENT 12

b

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

c

Any submission deadlines

d

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHMENT II	NONE	EXEMPT		33,000.
Total			3a	33,000.
b Approved for future payment				
NONE				
Total			3b	0.

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

- | | | Yes | No |
|----------|--|--------------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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
N/A		

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





Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name PATRICK J. PRICE, CPA	Preparer's signature PATRICK J. PRICE,	Date 2-11-13	Check ☐ if self-employed	PTIN P00051449
	Firm's name ▶ DAVIDSON, FOX & COMPANY, LLP			Firm's EIN ▶ 15-0544726	
	Firm's address ▶ 53 CHENANGO STREET BINGHAMTON, NY 13901			Phone no 607-722-5386	

Form **990-PF** (2011)

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

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

OMB No 1545-0047

2011

Name of the organization

RBM FOUNDATION
C/O ROBERT WEDLAKE

Employer identification number

16-6379904

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐

501(c)() (enter number) organization

☐4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐

527 political organization

Form 990-PF

☒

501(c)(3) exempt private foundation

☐

4947(a)(1) nonexempt charitable trust treated as a private foundation

☐

501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

RBM FOUNDATION

C/O ROBERT WEDLAKE

Employer identification number

16-6379904

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF BARBARA MATTHEWS C/O NBT BANK - 3121 VESTAL PARKWAY EAST VESTAL , NY 13850-2039	\$ 55,852.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Name of organization

Employer identification number

RBM FOUNDATION

C/O ROBERT WEDLAKE

16-6379904

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

RBM FOUNDATION

16-6379904

C/O ROBERT WEDLAKE

Part III

Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF SECURITIES	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
852,719.	833,950.	0.	0.
			18,769.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SALE OF SECURITIES	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
15,000.	15,848.	0.	0.
			-848.

CAPITAL GAINS DIVIDENDS FROM PART IV	647.
TOTAL TO FORM 990-PF, PART I, LINE 6A	18,568.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
FEDFUND	18.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	18.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	3
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND	13,408.	647.	12,761.
INTEREST	19,266.	0.	19,266.
TOTAL TO FM 990-PF, PART I, LN 4	32,674.	647.	32,027.

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
HINMAN, HOWARD AND KATELL, LLP	2,413.	1,207.		1,206.
TO FM 990-PF, PG 1, LN 16A	2,413.	1,207.		1,206.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DAVIDSON, FOX & COMPANY, LLP	2,270.	1,135.		1,135.
TO FORM 990-PF, PG 1, LN 16B	2,270.	1,135.		1,135.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NBT BANK, NA	6,410.	6,410.		0.
TO FORM 990-PF, PG 1, LN 16C	6,410.	6,410.		0.

FORM 990-PF	TAXES	STATEMENT	7
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	1,812.	0.		0.
FORIEGN TAX	22.	22.		0.
TO FORM 990-PF, PG 1, LN 18	1,834.	22.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW FILING FEE	250.	0.		250.
TO FORM 990-PF, PG 1, LN 23	250.	0.		250.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE I	716,816.	756,404.
TOTAL TO FORM 990-PF, PART II, LINE 10B	716,816.	756,404.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE I	COST	382,729.	386,030.
TOTAL TO FORM 990-PF, PART II, LINE 13		382,729.	386,030.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
RICHARD LONG, ESQ 20 HAWLEY STREET BINGHAMTON, NY 13901	TRUSTEE 0.00	0.	0.	0.
MRS. MARGERY SECREST P.O. BOX 356 AFTON, NY 13730	TRUSTEE 0.00	0.	0.	0.
MR. EUGENE GILLIAND R.D. 1 HARPURSVILLE, NY 13787	TRUSTEE 0.00	0.	0.	0.
MR. LAWRENCE R. JONES MAPLE ROW ROAD HARPURSVILLE, NY 13787	TRUSTEE 0.00	0.	0.	0.
MR. ROBERT WEDLAKE 700 SECURITY MUTUAL BL, PO BOX 5250 BINGHAMTON, NY 13902	SECRETARY 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

RBM FOUNDATION
PART II, LINE 10 b and 13
SCHEDULE I
9/30/12

Asset Detail						
Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Equity						
Consumer Discretionary						
Lowes Cos Inc	404.00	\$12,216.96	\$747.15	\$258.56	\$11,469.81	2.12%
CUSIP: 548661107						
Target Corp	169.00	\$10,726.43	\$1,157.81	\$243.36	\$9,568.62	2.27%
CUSIP: 87612E106						
Bed Bath & Beyond Inc	133.00	\$8,379.00	\$293.75	\$0.00	\$8,085.25	0.00%
CUSIP: 075896100						
Disney Walt Co New	226.00	\$11,815.28	\$2,274.97	\$135.60	\$9,540.31	1.15%
CUSIP: 254687106						
McDonalds Corp	121.00	\$11,101.75	-\$929.59	\$372.68	\$12,031.34	3.36%
CUSIP: 580135101						
		\$54,239.42	\$3,544.09	\$1,010.20	\$50,695.33	
Consumer Staples						
Heinz H J Co	181.00	\$10,126.95	\$3,270.67	\$372.86	\$6,856.28	3.68%
CUSIP: 423074103						
Procter & Gamble Co	180.00	\$12,484.80	\$4,946.40	\$404.64	\$7,538.40	3.24%
CUSIP: 742718109						
CVS Caremark Corp	212.00	\$10,265.04	\$702.83	\$137.80	\$9,562.21	1.34%
CUSIP: 126650100						
The Rbm FDN I/M						
						Page of .

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Wal Mart Stores Inc CUSIP: 931142103	149.00	\$10,996.20	\$2,199.46	\$236.91	\$8,796.74	2.15%
Energy		\$43,872.99	\$11,119.36	\$1,152.21	\$32,753.63	
Schlumberger LTD CUSIP: 806857108	122.00	\$8,824.26	-\$572.41	\$134.20	\$9,396.67	1.52%
Chevron Corporation CUSIP: 166764100	109.00	\$12,705.04	\$802.06	\$392.40	\$11,902.98	3.09%
Exxonmobil Corp CUSIP: 30231G102	138.00	\$12,620.10	\$5,099.54	\$314.64	\$7,520.56	2.49%
ConocoPhillips CUSIP: 20825C104	179.00	\$10,235.22	\$92.66	\$472.56	\$10,142.56	4.62%
Energy Select Sector SPDR CUSIP: 81369Y506	127.00	\$9,326.25	-\$154.13	\$153.29	\$9,480.38	1.64%
Financials		\$53,710.87	\$5,267.72	\$1,467.09	\$48,443.15	
Goldman Sachs Group Inc CUSIP: 38141G104	33.00	\$3,751.44	-\$220.33	\$60.72	\$3,971.77	1.62%
US Bancorp New CUSIP: 902973304	213.00	\$7,305.90	\$912.31	\$166.14	\$6,393.59	2.27%
JP Morgan Chase & Co CUSIP: 46625H100	102.00	\$4,128.96	-\$23.33	\$122.40	\$4,152.29	2.96%
Citigroup Inc CUSIP: 172967424	113.00	\$3,697.36	-\$171.25	\$4.52	\$3,868.61	0.12%
Prudential Finl Inc CUSIP: 744320102	199.00	\$10,847.49	-\$716.13	\$288.55	\$11,563.62	2.66%

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Berkshire Hathaway Inc-CI B CUSIP: 084670702	122.00	\$10,760.40	\$1,188.05	\$0.00	\$9,572.35	0.00%
Vanguard REIT ETF CUSIP: 922908553	111.00	\$7,211.57	\$204.74	\$242.87	\$7,006.83	3.37%
T Rowe Price Group Inc CUSIP 74144T108	79.00	\$5,000.70	\$415.02	\$107.44	\$4,585.68	2.15%
KBW Regional Banking ETF CUSIP: 78464A698	444.00	\$12,716.16	\$817.00	\$211.79	\$11,899.16	1.67%
Health Care		\$65,419.98	\$2,406.08	\$1,204.43	\$63,013.90	
Pfizer Inc CUSIP: 717081103	446.00	\$11,083.10	\$1,552.12	\$392.48	\$9,530.98	3.54%
Novartis AG Spons ADR CUSIP: 66987V109	176.00	\$10,781.76	\$1,270.01	\$370.66	\$9,511.75	3.44%
Teva Pharmaceutical Inds Spons ADR CUSIP: 881624209	212.00	\$8,778.92	-\$836.78	\$163.88	\$9,615.70	1.87%
Johnson & Johnson CUSIP: 478160104	185.00	\$12,748.35	\$2,886.10	\$451.40	\$9,862.25	3.54%
Covidien PLC CUSIP: G2554F113	183.00	\$10,873.86	\$1,351.54	\$190.32	\$9,522.32	1.75%
iShares Nasdaq Biotech Indx CUSIP: 464287556	99.00	\$14,116.41	\$2,251.16	\$56.23	\$11,865.25	0.40%
Industrials		\$68,382.40	\$8,474.15	\$1,624.97	\$59,908.25	
Honeywell International Inc CUSIP: 438516106	188.00	\$11,233.00	\$263.22	\$280.12	\$10,969.78	2.49%

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
United Technologies Corp CUSIP: 913017109	114.00	\$8,925.06	-\$667.77	\$243.96	\$9,592.83	2.73%
General Electric Corp CUSIP: 369604103	790.00	\$17,940.90	-\$676.97	\$537.20	\$18,617.87	2.99%
Xylem Inc CUSIP: 98419M100	359.00	\$9,028.85	-\$541.77	\$145.40	\$9,570.62	1.61%
Danaher Corp CUSIP: 235851102	181.00	\$9,982.15	\$355.64	\$18.10	\$9,626.51	0.18%
Union Pac Corp CUSIP: 907818108	86.00	\$10,208.20	\$680.59	\$206.40	\$9,527.61	2.02%
		\$67,318.16	-\$587.06	\$1,431.18	\$67,905.22	
Information Technology						
Qualcomm Inc CUSIP: 747525103	153.00	\$9,557.91	\$16.09	\$153.00	\$9,541.82	1.60%
Google Inc CL A CUSIP: 38259P508	23.00	\$17,353.50	\$3,051.76	\$0.00	\$14,301.74	0.00%
Microsoft Corp CUSIP: 594918104	371.00	\$11,040.96	-\$881.27	\$341.32	\$11,922.23	3.09%
Oracle Corporation CUSIP: 68389X105	321.00	\$10,098.66	\$490.79	\$77.04	\$9,607.87	0.76%
Apple Inc CUSIP: 037833100	35.00	\$23,348.68	\$4,277.68	\$0.00	\$19,071.00	0.00%
Intl. Business Machines Corp CUSIP: 459200101	61.00	\$12,654.45	\$595.73	\$207.40	\$12,058.72	1.64%
Cisco Systems Inc CUSIP: 17275R102	482.00	\$9,203.79	-\$344.58	\$269.92	\$9,548.37	2.93%
EMC Corp Mass CUSIP: 268648102	339.00	\$9,244.53	-\$444.06	\$0.00	\$9,688.59	0.00%

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Intel Corp CUSIP: 458140100	357.00	\$8,087.84	\$592.67	\$321.30	\$7,495.17	3.97%
Materials						
The Mosaic Company CUSIP: 61945C103	165.00	\$9,505.65	-\$13.28	\$165.00	\$9,518.93	1.74%
Market Vectors Agribusiness CUSIP: 57060U605	180.00	\$9,322.20	-\$215.18	\$54.72	\$9,537.38	0.59%
Telecommunication Services						
iShares DJ US Telcom Sector Index Fd CUSIP: 464287713	220.00	\$5,616.60	\$1,002.02	\$139.04	\$4,614.58	2.48%
Utilities						
Utilities Select Sector SPDR CUSIP: 81369Y886	274.00	\$9,970.86	\$381.85	\$392.92	\$9,589.01	3.94%
Mutual Funds						
Royce Pennsylvania Mut Fund-In CUSIP: 780905840	4,371.49	\$51,496.12	\$344.77	\$83.06	\$51,151.35	0.16%
Hartford Midcap Fund-Y CUSIP: 416645687	2,172.38	\$49,551.94	\$1,629.31	\$202.03	\$47,922.63	0.41%

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
CRM Mid Cap Value Fd Instl CUSIP: 92934R769	1,648.53	\$49,571.15	\$1,648.52	\$333.00	\$47,922.63	0.67%
Lazard Emerging Mkts Port-In CUSIP: 52106N889	2,744.88	\$53,470.18	-\$1,831.12	\$1,506.94	\$55,301.30	2.82%
Dodge & Cox Intl Stock Fund CUSIP: 256206103	1,675.35	\$54,365.11	-\$938.17	\$1,271.59	\$55,303.28	2.34%
		\$258,454.50	\$853.31	\$3,396.62	\$257,601.19	
Total Equity - Corporate Stock						
		<u>\$756,403.95</u>	<u>\$39,587.87</u>	<u>\$13,408.36</u>	<u>\$716,816.08</u>	
Fixed Income						
Muni Obligations						
Croton Harmon New York Un Free Sch School District Revenue DTD 02/15/2004 3.000% 10/15/2012 Non Callable Natl-Re St Aid Withhldg CUSIP: 227777EA3	20,000.00	\$20,025.40	-\$1,060.80	\$600.00	\$21,086.20	3.00%
New York State Dorm Auth Higher Education DTD 09/18/2002 3.600% 11/15/2012 Non Callable CUSIP: 6498398T7	25,000.00	\$25,108.25	-\$1,192.25	\$900.00	\$26,300.50	3.58%

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Tully New York Cent Sch Dist School District Revenue DTD 12/15/2004 3.500% 01/15/2013 Non Callable Agm St Aid Withhldg CUSIP: 899419EH4	15,000.00	\$15,126.45	-\$739.95	\$525.00	\$15,866.40	3.47%
Westchester Cnty New York General Obligation DTD 11/01/2004 3.125% 10/15/2013 Econ Defeased to Call Date CUSIP: 95736UMH4	20,000.00	\$20,027.60	-\$884.00	\$625.00	\$20,911.60	3.12%
Suffolk Cnty New York Indl Dev AGY Higher Education DTD 06/26/2006 4.500% 06/01/2016 Non Callable ACA CUSIP: 864768MW3	25,000.00	\$25,179.00	\$3,837.00	\$1,125.00	\$21,342.00	4.47%
		\$105,466.70	-\$40.00	\$3,775.00	\$105,506.70	
<i>Mutual Funds</i>						
Federated Total Return Bond Fund CUSIP: 31428Q101	9,399.70	\$109,318.50	\$1,818.50	\$3,872.68	\$107,500.00	3.54%
Dodge & Cox Income Fund CUSIP: 256210105	5,469.47	\$75,642.80	\$920.11	\$2,849.59	\$74,722.69	3.77%
Vanguard GNMA Fund CUSIP: 922031794	6,787.33	\$75,407.24	\$407.24	\$2,314.48	\$75,000.00	3.07%
		\$260,368.54	\$3,145.85	\$9,036.75	\$257,222.69	

Asset Detail Section (continued)

Statement of Value and Activity

September 1, 2012 - September 30, 2012

Description	Shares/Par Value	Market Value	Unrealized G/L	Est. Ann. Income	Tax Cost	Current Yield
Certificates of Deposit						
Ally Bank Utah	20,000.00	\$20,194.60	\$194.60	\$280.00	\$20,000.00	1.39%
Certificate of Deposit						
DTD 03/31/2011 1.400% 03/31/2014						
Non Callable						
CUSIP: 02005QKH5						
		\$20,194.60	\$194.60	\$280.00	\$20,000.00	
Total Fixed Income Investments		\$386,029.84	\$3,300.45	\$13,091.75	\$382,729.39	

RBM FOUNDATION
PART XV, LINE 3a
ATTACHMENT II

9/30/12

Date	Transaction Description	Principal Cash	Income Cash	Realized G/L
12/29/11	Cash Disbursement Paid to Colesville Volunteer Ambulance Svc Principal Distribution	-\$2,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Afton Volunteer Ambulance Service Principal Distribution	-\$2,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Windsor-Oquaga Ambulance Service Principal Distribution	-\$2,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Chow Principal Distribution	-\$2,500.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Mom's House Principal Distribution	-\$1,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Nineveh Public Library Principal Distribution	-\$1,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Windsor Fire Company Principal Distribution	-\$800.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Afton Public Library Principal Distribution	-\$800.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation			

<i>Date</i>	<i>Transaction Description</i>	<i>Principal Cash</i>	<i>Income Cash</i>	<i>Realized G/L</i>
12/29/11	Cash Disbursement Paid to Colesville Fire Department Principal Distribution	-\$2,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Training and Equipment Cash Disbursement Paid to The Salvation Army Principal Distribution	-\$1,500.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Chenango United Way, Inc Principal Distribution	-\$1,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to West Colesville Fire Department Principal Distribution	-\$2,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Training & Equipment Cash Disbursement Paid to Sanitaria Springs Fire Department Principal Distribution	-\$1,200.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Training & Equipment Cash Disbursement Paid to Afton Fire Department Principal Distribution	-\$1,000.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Training & Equipment Cash Disbursement Paid to Old Onaquaga Historical Society Principal Distribution	-\$1,500.00	\$0.00	\$0.00
12/29/11	2011 Charitable Gift Rbm Foundation Cash Disbursement Paid to Riverview Cemetery Principal Distribution	-\$1,000.00	\$0.00	\$0.00
	2011 Charitable Gift Rbm Foundation			

<i>Date</i>	<i>Transaction Description</i>	<i>Principal Cash</i>	<i>Income Cash</i>	<i>Realized G/L</i>
12/29/11	Cash Disbursement Paid to Nineveh Presbyterian Church Principal Distribution 2011 Charitable Gift - Christmas Gift	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Windsor Riverside Cemetery Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$700.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Onaquaga Windsor Fire Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Harpursville Baptist Church Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Harpursville United Methodist Church Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Colesville Rotary Club Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Colesville Food Pantry Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00
12/29/11	Cash Disbursement Paid to Bethel Chapel Principal Distribution 2011 Charitable Gift Rbm Foundation	- \$1,000.00	\$0.00	\$0.00

<i>Date</i>	<i>Transaction Description</i>	<i>Principal Cash</i>	<i>Income Cash</i>	<i>Realized G/L</i>
12/29/11	Cash Disbursement	-\$2,000.00	\$0.00	\$0 00
	Paid to Harpursville Central School Dist.			
	Principal Distribution			
	2011 Charitable Gift Rbm Foundation	\$ 33,000 00 - Total Grants		

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

MR. ROBERT WEDLAKE
700 SECURITY MUTUAL BL. PO BOX 5250
BINGHAMTON, NY 13902

TELEPHONE NUMBERFORM AND CONTENT OF APPLICATIONS

NO SET FORM, BUT MUST GIVE TAX-EXEMPT STATUS AND PURPOSE OF GRANT

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

CONCENTRATING ON RURAL GROUPS SUCH AS FIRE COMPANIES, VOLUNTEER EMERGENCY
AND AMBULANCE SQUADS AND AID TO MUNICIPALITIES IN BROOME, CHENANGO, TIOGA
DELAWARE & OTSEGO COUNTIES