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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

For calendar year 2012, or tax year beginning 7/01 **, 2012, and ending** 6/30 **, 2013**

THE RICH FOUNDATION
2120 CRESTMOOR RD #3020
NASHVILLE, TN 37215

A Employer identification number 62-1588498

B Telephone number (see the instructions) (615) 309-2313

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 ► ☐

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, column (c), line 16)* ► $ 3,123,368.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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Part I	**Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*	**(a)** Revenue and expenses per books	**(b)** Net investment income	**(c)** Adjusted net income	**(d)** Disbursements for charitable purposes (cash basis only)
REVENUE 1	Contributions, gifts, grants, etc, received (att sch)	20,208.			
2	Ck ► ☐ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments	37,890.	37,890.		
4	Dividends and interest from securities	57,305.	57,305.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain/(loss) from sale of assets not on line 10	135,206.			
b	Gross sales price for all assets on line 6a 612,486.				
7	Capital gain net income (from Part IV, line 2)		135,206.		
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	250,609.	230,401.	0.	
OPERATING AND ADMINISTRATIVE EXPENSES 13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach sch) SEE ST 1	4,785.	4,785.		
c	Other prof fees (attach sch)				
17	Interest				
18	Taxes (attach schedule)(see instrs) SEE STM 2	6,139.	1,139.		
19	Depreciation (attach sch) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) SEE STATEMENT 3	24,107.	23,958.		
24	**Total operating and administrative expenses.** Add lines 13 through 23	35,031.	29,882.		
25	Contributions, gifts, grants paid PART XV	165,000.			165,000.
26	**Total expenses and disbursements.** Add lines 24 and 25	200,031.	29,882.	0.	165,000.
27	Subtract line 26 from line 12:				
a	**Excess of revenue over expenses and disbursements**	50,578.			
b	**Net investment income** (if negative, enter -0-)		200,519.		
c	**Adjusted net income** (if negative, enter -0-)			0.	

10

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			
	2	Savings and temporary cash investments	105,219.	127,882.	127,882.
	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) STATEMENT 4	140,735.	25,942.	61,237.
	c	Investments – corporate bonds (attach schedule) STATEMENT 5	749,190.	1,040,789.	1,036,126.
	11	Investments – land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) STATEMENT 6	1,821,613.	1,672,722.	1,898,123.
	14	Land, buildings, and equipment: basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ►)			
	16	**Total assets** (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,816,757.	2,867,335.	3,123,368.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES		**Foundations that follow SFAS 117, check here** ► ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	1,078,416.	1,078,416.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,738,341.	1,788,919.	
	30	**Total net assets or fund balances** (see instructions)	2,816,757.	2,867,335.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,816,757.	2,867,335.	

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	2,816,757.
2	Enter amount from Part I, line 27a	2	50,578.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,867,335.
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	2,867,335.

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)
1 a	SEE STATEMENT 7			
b				
c				
d				
e				

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(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	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	135,206.
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	0.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2011	141,436.	3,175,791.	0.044536
2010	125,000.	3,096,558.	0.040367
2009	143,810.	2,565,485.	0.056056
2008	126,000.	2,878,239.	0.043777
2007	105,000.	3,053,248.	0.034390

2	**Total** of line 1, column (d)	2	0.219126
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	0.043825
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,160,319.
5	Multiply line 4 by line 3	5	138,501.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,005.
7	Add lines 5 and 6	7	140,506.
8	Enter qualifying distributions from Part XII, line 4	8	165,000.

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

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

1 a	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 instrs)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☒ and enter 1% of Part I, line 27b			1	2,005.
c	All other domestic foundations 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	2,005.
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	2,005.
6	Credits/Payments:				
a	2012 estimated tax pmts and 2011 overpayment credited to 2012	6a	12,436.		
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	12,436.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ►			9	0.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ►			10	10,431.
11	Enter the amount of line 10 to be: **Credited to 2013 estimated tax** ►	10,431.	**Refunded** ►	11	0.

Part VII-A **Statements Regarding Activities**

			Yes	No
1 a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
	If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ► $ 0. **(2)** On foundation managers ► $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► TN			
b	If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes,' attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► BILL RICH Telephone no. ► 615-309-2313

Located at ► 2120 CRESTMOOR RD NASHVILLE TN ZIP + 4 ► 37215

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

		Yes	No
16 At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country ►			

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
1 a 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)?	1 b	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012?	1 c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions.)	2 b	N/A	
c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__			
3 a 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 2012 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 2012.)*	3 b	N/A	
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4 b		X

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

5 a 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)? (see instructions) . . . . . ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . . . **5b** N/A

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

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

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

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

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

If 'Yes' to 6b, file Form 8870.

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? . . . N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
DAVID TATE RICH 2120 CRESTMOOR RD NASHVILLE, TN 37215	TRUSTEE 1.00	0.	0.	0.
AMY LUCILE RICH 2120 CRESTMOOR RD NASHVILLE, TN 37215	TRUSTEE 1.00	0.	0.	0.
JOHN WILLIAM RICH 2120 CRESTMOOR RD NASHVILLE, TN 37215	TRUSTEE 1.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes				
a	Average monthly fair market value of securities			1a	2,959,783.
b	Average of monthly cash balances			1b	248,663.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	3,208,446.
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	3,208,446.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	48,127.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	3,160,319.
6	**Minimum investment return.** Enter 5% of line 5			6	158,016.

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	158,016.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	2,005.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,005.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	156,011.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	156,011.
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	156,011.

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	165,000.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	165,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	2,005.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	162,995.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				156,011.
2 Undistributed income, if any, as of the end of 2012:				
a Enter amount for 2011 only			152,897.	
b Total for prior years: 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ► $ 165,000.				
a Applied to 2011, but not more than line 2a			152,897.	
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 2012 distributable amount				12,103.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012. *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				143,908.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2013.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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 2012, enter the date of the ruling ►

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

	Tax year	Prior 3 years			
	(a) 2012	**(b)** 2011	**(c)** 2010	**(d)** 2009	**(e) Total**
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: **a** 'Assets' alternative test — enter: **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b 'Endowment' alternative test — enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c 'Support' alternative test — enter: **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT 8				
Total ► **3a**				165,000.
b *Approved for future payment*				
Total ► **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	37,890.	
4 Dividends and interest from securities			14	57,305.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	135,206.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				230,401.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 230,401.

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

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

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

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

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

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

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

2 a 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 2/10/14 | ▶ TRUSTEE 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	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JASON S. HOARD	Jason S. Hoard CPA	2/6/14		P00532667

Firm's name ▶ FRASIER, DEAN & HOWARD, PLLC | Firm's EIN ▶ 62-1073578

Firm's address ▶ 3310 WEST END AVENUE, STE. 550
NASHVILLE, TN 37203 | Phone no (615) 383-6592

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

2012

Name of the organization	**Employer identification number**
THE RICH FOUNDATION	62-1588498

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).

Name of organization: THE RICH FOUNDATION

Employer identification number: 62-1588498

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	J RICH CHARITABLE LEAD TRUST 40 BURTON HILLS BLVD STE 300 NASHVILLE, TN 37215	$ 20,208.	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)

Schedule **B** (Form 990, 990-EZ, or 990-PF) (2012) Page 1 to 1 of **Part II**

Name of organization

THE RICH FOUNDATION

Employer identification number

62-1588498

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
	N/A	$	

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

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

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

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

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

Name of organization
THE RICH FOUNDATION

Employer identification number
62-1588498

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 total of *exclusively* religious, charitable, etc, contributions of **$1,000 or less** for the year. (Enter this information once. See instructions.) . . . . ▶ $ N/A
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
	N/A		

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(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

(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

(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

STATEMENT 1
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	$ 4,785.	$ 4,785.		
TOTAL	$ 4,785.	$ 4,785.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL INCOME TAXES	$ 5,000.			
FOREIGN TAXES	1,139.	$ 1,139.		
TOTAL	$ 6,139.	$ 1,139.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	$ 23,958.	$ 23,958.		
OFFICE EXPENSE	149.			
TOTAL	$ 24,107.	$ 23,958.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PUBLIC STORAGE	COST	$ 0.	$ 0.
BERKSHIRE HATHAWAY	COST	25,942.	39,172.
SOUTHERN CO	COST	0.	22,065.
	TOTAL	$ 25,942.	$ 61,237.

STATEMENT 5
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDEX CORP	COST	$ 58,582.	$ 51,792.
NOVARTIS CAP CORP	COST	53,890.	51,090.
PEPSI BOTTLING GROUP	COST	46,820.	41,764.
HOWARD HUGHES MEDICAL	COST	26,375.	25,875.
YALE UNIVERSITY	COST	11,392.	11,336.
COCA-COLA CO	COST	47,965.	50,927.
TOTAL CAPITAL	COST	24,424.	25,786.
WALT DISNEY CO	COST	46,832.	45,581.
ABBOTT LABS	COST	0.	0.
GE COMPANY	COST	25,713.	27,118.
DANAHER CORP	COST	56,987.	57,780.
ARCHER DANIELS	COST	27,696.	28,758.
GLAXOSMITHKLINE	COST	28,334.	29,002.
VERIZON COMM INC	COST	31,841.	30,026.
WASHINGTON POST	COST	47,166.	46,732.
TOYOTA MOTOR CREDIT	COST	51,549.	54,070.
WELLS FARGO	COST	24,963.	27,283.
KROGER CO	COST	55,298.	59,170.
ACCRUED INTEREST	COST	0.	14,798.
PLAINS ALL AMERICAN PIPELINE	COST	28,494.	28,009.
JOHN DEERE CAPITAL	COST	58,966.	56,852.
OKLAHOMA GAS & ELECTRIC	COST	60,069.	58,053.
NUCOR CORP	COST	60,024.	57,250.
TIME WARNER	COST	61,110.	55,077.
MEDTRONIC INC	COST	61,116.	57,908.
JOHNSON CONTROLS INC	COST	45,183.	44,089.
	TOTAL	$ 1,040,789.	$ 1,036,126.

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER INVESTMENTS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CANADA GENERIC STRIP	COST	$ 0.	$ 0.
PLUM CREEK TIMBER	COST	24,619.	42,003.
WM BLAIR MACRO ALLOC FD	COST	85,257.	89,514.
PIMCO COMMDITY REAL RETURN STRAT	COST	43,000.	32,151.
BROOKFIELD INFRASTRUCTURE	COST	31,136.	47,476.
HOTCHKIS & WILELY HY	COST	32,000.	34,963.
RIDGEWORTH SEIX	COST	32,300.	34,006.
PIMCO EMERGING DEBT	COST	50,000.	49,310.
CALAMOS MARKET NEUTRAL INC FND	COST	42,525.	41,827.
MV GOLD MINERS ETF	COST	40,483.	29,388.
TOTAL OTHER INVESTMENTS		$ 381,320.	$ 400,638.
OTHER PUBLICLY TRADED SECURITIES			
JENSEN PORTFOLIO	COST	50,250.	63,701.
VANGUARD CONSUM STAPLE	COST	0.	0.
VANGUARD DIV APPREC	COST	130,796.	168,810.

STATEMENT 6 (CONTINUED)
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER PUBLICLY TRADED SECURITIES

VANGUARD GROWTH	COST	$ 179,692.	$ 234,450.
VANGUARD VALUE	COST	94,579.	121,698.
VANGUARD MIDCAP	COST	60,142.	76,112.
FIDELITY SMALL CAP DISCOVERY	COST	30,000.	38,587.
KEELEY SMALL-CAP	COST	20,035.	25,734.
THIRD AVE SM-CAP	COST	25,035.	29,047.
LONGLEAF PARTNERS	COST	51,035.	49,265.
DODGE COX INT'L	COST	85,070.	93,624.
EUROPACIFIC GROWTH	COST	67,825.	71,846.
FIRST EAGLE OVERSEAS	COST	48,500.	48,737.
VANGUARD EUR PAC	COST	40,589.	42,720.
OPPENHEIMER DEV MARKETS	COST	70,000.	70,977.
TRP NEW ASIA FUND	COST	40,035.	34,980.
VANGUARD EMERGING MARKETS	COST	55,248.	50,434.
FPA CRESCENT FD	COST	55,000.	62,805.
MKT VECTORS AGRIBUSINESS	COST	58,079.	65,267.
VANGUARD HIGH DIV	COST	48,063.	67,644.
WISDOM TREE EMRG SM-CAP	COST	37,218.	36,832.
UTILITIES SPDR	COST	44,211.	44,215.
TOTAL OTHER PUBLICLY TRADED SECURITIES		$ 1,291,402.	$ 1,497,485.
TOTAL		$ 1,672,722.	$ 1,898,123.

STATEMENT 7
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	863 PUBLIC STORAGE	PURCHASED	11/04/2010	7/02/2012
2	300 BERKSHIRE HATHAWAY	PURCHASED	3/16/2011	8/10/2012
3	100 BERKSHIRE HATHAWAY	PURCHASED	11/10/2010	8/10/2012
4	500 VANGUARD CONSUM STAPLE	PURCHASED	3/16/2011	8/10/2012
5	300 VANGUARD EUR PAC ETF	PURCHASED	8/02/2011	8/10/2012
6	200 VANGUARD EUR PAC ETF	PURCHASED	7/18/2011	8/10/2012
7	50000 ABBOTT LABS	PURCHASED	4/07/2011	12/10/2012
8	400 BERKSHIRE HATHAWAY	PURCHASED	11/10/2010	12/12/2012
9	100 BERKSHIRE HATHAWAY	PURCHASED	5/20/2011	12/12/2012
10	12000 VERIZON COMMUNICATIONS	PURCHASED	11/03/2010	12/17/2012
11	290000 CANADA GEN STRIP	PURCHASED	11/01/1997	12/04/2012
12	5000 YALE UNIVERSITY BOND	PURCHASED	12/10/2010	3/15/2013
13	200 BERKSHIRE HATHAWAY	PURCHASED	5/20/2011	4/12/2013
14	50 BERKSHIRE HATHAWAY	PURCHASED	6/10/2011	4/12/2013
15	200 VANGUARD DIV APPRECIATION	PURCHASED	3/10/2011	5/29/2013
16	450 VANGUARD DIV APPRECIATION	PURCHASED	6/10/2011	5/29/2013
17	5000 YALE UNIVERSITY BOND	PURCHASED	12/10/2010	5/31/2013

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
1	21,575.		22,372.	-797.				$ -797.
2	25,289.		24,420.	869.				869.
3	8,430.		8,127.	303.				303.

STATEMENT 7 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I)-(J)	(L) GAIN (LOSS)
4	45,025.		36,197.	8,828.				$ 8,828.
5	9,808.		10,928.	-1,120.				-1,120.
6	6,538.		7,222.	-684.				-684.
7	61,509.		54,915.	6,594.				6,594.
8	35,614.		32,507.	3,107.				3,107.
9	8,904.		7,887.	1,017.				1,017.
10	16,825.		15,502.	1,323.				1,323.
11	291,528.		192,275.	99,253.				99,253.
12	5,204.		5,075.	129.				129.
13	21,302.		15,774.	5,528.				5,528.
14	5,326.		3,706.	1,620.				1,620.
15	13,665.		10,883.	2,782.				2,782.
16	30,747.		24,425.	6,322.				6,322.
17	5,197.		5,065.	132.				132.
							TOTAL	$ 135,206.

STATEMENT 8
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
ALZHEIMER'S ASSOCIATION 4205 HILLSBORO RD #216 NASVHILLE, TN 37215	NONE	PUBLIC	FOR ASSISTANCE WITH RESEARCH AND PATIENTS	$ 1,000.
BAL D'HIVER PO BOX 15037 NASHVILLE, TN 37215	NONE	PUBLIC	PROVIDE SUPPORT TO VARIOUS LOCAL CHARITIES	500.
BELMONT UNIVERSITY 1900 BELMONT BLVD NASHVILLE, TN 37212	NONE	PUBLIC	FOR UNIVERSITY PROGRAMS & BUILDING PROJECTS	1,000.
BOYS & GIRLS CLUB 1704 CHARLOTTE AVE NASHVILLE, TN 37203	NONE	PUBLIC	TO PROVIDE ACTIVITES AND A SAFE PLACE FOR YOUTHS	2,000.
BOY SCOUTS PO BOX 150409 NASHVILLE, TN 37215	NONE	PUBLIC	TO HELPS BOYS DEVELOP SKILLS AND CHARACTER	3,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
CHEEKWOOD PO BOX 50438 NASHVILLE, TN 37205	NONE	PUBLIC	TO HELP PRESERVE AND MAINTAIN CHEEKWOOD'S GARDENS AND MUSEUM	$ 5,050.
CHIP'S TRANSITIONAL LIVING 840 YOUNGS LANE NASHVILLE, TN 37207	NONE	PUBLIC	TO PROVIDE TEMPORARY AND TRANSITIONAL HOUSING	500.
CYSTIC FIBROSIS FOUNDATION 4825 TROUSDALE DR #104 NASHVILLE, TN 37220	NONE	PUBLIC	FOR CYSTIC FIBROSIS RESEARCH	500.
CUMBERLAND HEIGHTS PO BOX 90727 NASHVILLE, TN 37209	NONE	PUBLIC	PROVIDE DRUG & ALCOHOL TREATMENT	500.
CUMBERLAND VALLEY GIRL SCOUTS 4522 GRANNY WHITE PIKE NASHVILLE, TN 37203	NONE	PUBLIC	TO HELP GIRLS DEVELOP SKILLS AND CHARACTER	2,000.
ENSWORTH SCHOOL 211 ENSWORTH AVE NASHVILLE, TN 37205	NONE	PUBLIC	PROVIDE EQUIPMENT AND LIBRARY SUPPLIES	10,000.
FELLOWSHIP OF CHRISIAN ATHLETES 2603 ELM HILL PK NASHVILLE, TN 37214	NONE	PUBLIC	EQUIP ATHLETES TO MAKE A DIFFERENCE FOR CHRIST	500.
FISHER HOUSE 1401 ROCKVLILE PK #600 ROCKVILLE, MD 20852	NONE	PUBLIC	PROVIDE HOUSING TO FAMILY MEMBERS OF MEDICAL PATIENTS	3,000.
HARPETH HALL SCHOOL 3801 HOBBS ROAD NASHVILLE, TN 37215	NONE	PUBLIC	FOR SCHOOL PROGRAMS AND BUILDING PROJECTS	17,000.
INJURED MARINES SEMPER FI FUND 825 COLLEGE BLVD #102 OCEANSIDE, CA 92057	NONE	PUBLIC	PROVIDE CARE FOR INJURED MARINES	4,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
JACK & JILL LATE STAGE CANCER FOUNDATION 3282 NORTHSIDE PKWY #100 ATLANTA, GA 30327	NONE	PUBLIC	TO PROVIDE SPECIAL MEMORIES FOR FAMILIES WITH LATE STAGE CANCER PATIENTS.	$ 1,000.
JUVENILE DIABETES RESEARCH FND 105 WESTPARK #415 NASHVILLE, TN 37027	NONE	PUBLIC	FOR JUVENILE DIABETES RESEARCH	1,000.
LIPSCOMB UNIVERSITY 1 UNIVERSITY PARK DR NASHVILLE, TN 37200	NONE	PUBLIC	FOR UNIVERSITY PROGRAMS AND CAPITAL PROJECTS	2,500.
LONE OAK DAY CAMP PO BOX 1095 FRANKLIN, TN 37065	NONE	PUBLIC	PROVIDE AN OPPORTUNITY FOR CHILDREN TO ATTEND CAMP	500.
LOUISVILLE PRESBYTERIAN SEMINARY 1044 ALTA VISTA RD LOUSIVILLE, KY 40205	NONE	PUBLIC	FOR SCHOOL PROGRAMS AND PROJECTS	2,000.
MARTHA O'BRYAN FOUNDATION 711 S 7TH STREET NASHVILLE, TN 37206	NONE	PUBLIC	TO EMPOWER YOUTHS & ADULTS IN POVERTY TO TRANSFORM THEIR LIVES	4,000.
MONTGOMERY BELL ACADEMY 4001 HARDING RD NASHVILLE, TN 37205	NONE	PUBLIC	FOR SCHOOL PROGRAMS AND CAPITAL PROJECTS	15,000.
MEN OF VALOR 1420 DONELSON PIKE #B-6 NASHVILLE, TN 37217	NONE	PUBLIC	TO HELP MEN RECONCILE THEIR LIVES TO GOD & THEIR FAMILIES	500.
NASHVILLE BALLET 3630 REDMON ST NASHVILLE, TN 37209	NONE	PUBLIC	FOR CAPITAL BUILDING PROJECTS	2,000.
NASHVILLE CHILDREN'S THEATER 25 MIDDLETON ST NASHVILLE, TN 37210	NONE	PUBLIC	TO PROVIDE PERFORMACES AND WORKSHOPS FOR CHILDREN	1,075.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
NASHVILLE GREENWAYS PO BOX 196340 NASHVILLE, TN 37219	NONE	PUBLIC	FOR MAINTENANCE AND IMPROVEMENT OF NASHVILLE'S GREENWAYS	$ 1,000.
NASHVILLE SHAKESPEARE FESTIVAL 1604 8TH AVE SOUTH #250 NASHVILLE, TN 37203	NONE	PUBLIC	PROVIDE ENTERTAINMENT AND ENRICHMENT THROUGH PERFORMANCES	500.
NATIONS MINISTRY CENTER PO BOX 128154 NASHVILLE, TN 37212	NONE	PUBLIC	TO SERVE NASHVILLE'S IMMIGRANT & REFUGEE POPULATION	1,000.
PASOTRAL COUNSELING 100 VICE COURT NASHVILLE, TN 37205	NONE	PUBLIC	PROVIDE COURSES AND INSTRUCTION FOR CHRISTIAN COUNSELING DEGREES	325.
PARKINSONS UNITY WALK PO BOX 275 KINGSTON, NJ 08528	NONE	PUBLIC	RAISE AWARENESS AND FUNDS FOR PARKINSON'S RESEARCH	300.
RALLY FOUNDATION FOR CHILDHOOD CANCER 5775 GLENRIDGE DR #370 ATLANTA, GA 30328	NONE	PUBLIC	RAISE AWARENESS AND FUNDS FOR CHILDHOOD CANCER RESEARCH	1,000.
SALVATION ARMY PO BOX 78625 NASHVILLE, TN 37207	NONE	PUBLIC	PROVIDE SUPPORT TO VARIOUS COMMUNITY PROGRAMS	2,000.
SECOND HARVEST FOOD BANK 331 GREAT CIRCLE RD NASHVILLE, TN 37228	NONE	PUBLIC	PROVIDE SUPPORT TO ENDING LOCAL HUNGAR	500.
TN GOLF FOUNDATION 400 FRANKLIN RD FRANKLIN, TN 37069	NONE	PUBLIC	PROMOTE GOLF WITH AN EMPHASIS ON YOUTHS & DISADVANTAGED	8,000.
URBAN HOUSING SOLUTIONS 822 WOODLAND ST NASHVILLE, TN 37206	NONE	PUBLIC	TO PROVIDE AFFORDABLE, PERMANENT HOUSING	1,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUND-ATION STATUS	PURPOSE OF GRANT	AMOUNT
VANDERBILT UNIVERSITY 301 KIRKLAND HALL NASHVILLE, TN 37240	NONE	PUBLIC	TO SUPPORT THE ARTS & SCIENCES	$ 1,000.
VANDERBILT UNIVERSITY GRIDIRON CLUB 2601 JESS NEELY DR NASHVILLE, TN 37212	NONE	PUBLIC	TO SUPPORT VANDERBILT FOOTBALL	15,000.
WESTMINSTER CHURCH 3900 WEST END AVE NASHVILLE, TN 37205	NONE	PUBLIC	SUPPORT FOR CHURCH PROGRAMS AND ACTIVITIES	15,000.
VANDERBILT CHILDREN'S HOSPITAL 2200 CHILDREN'S WAY NASHVILLE, TN 37232	NONE	PUBLIC	SUPPORT FOR RESEARCH AND HOSPITAL PROGRAMS	1,000.
WHO U WITH 123 30TH AVE SOUTH NASHVILLE, TN 37212	NONE	PUBLIC	CHALLENGE COLLEGE ATHLETES & COACHES TO GROW IN CHRIST	1,500.
WOODMONT CHRISTIAN CHURCH 3601 HILLSBORO RD NASHVILLE, TN 37215	NONE	PUBLIC	FOR THE NASHVILLE FOOD PROJECT AND OTHER CHURCH PROGRAMS	9,000.
WOUNDED WARRIORS PROJECT PO BOX 758517 TOPEKA, KS 66675	NONE	PUBLIC	PROVIDES SUPPORT AND PROGRAMS FOR WOUNDED VETERANS	6,000.
WPLN PUBLIC RADIO 630 MAINSTREAM DRIVE NASHVILLE, TN 37228	NONE	PUBLIC	TO SUPPORT LOCAL PUBLIC RADIO	250.
COVENANT SCHOOL 33 BURTON HILLS BLVD NASHVILLE, TN 37215	NONE	PUBLIC	FOR SCHOOL PROGRAMS.	1,500.
EASTSIDE CHURCH OF CHRIST 2712 PULASKI HWY COLUMBIA, TN 38401	NONE	PUBLIC	SUPPORT FOR CHURCH PROGRAMS.	5,000.
FAMILY & CHILDREN'S SERVICES 23RD AVE NORTH NASHVILLE, TN 37203	NONE	PUBLIC	PROVIDE SUPPORT FOR PROGRAMS & SERVICES.	1,000.

STATEMENT 8 (CONTINUED)
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR

NAME AND ADDRESS	DONEE RELATIONSHIP	FOUNDATION STATUS	PURPOSE OF GRANT	AMOUNT
FRIENDS OF WARNER PARK 50 VAUGHN RD. NASHVILLE, TN 37221	NONE	PUBLIC	SUPPORT PRESERVATION OF LOCAL PARKS.	$ 1,000.
GREEN FORK ACADEMY PO BOX 159157 NASHVILLE, TN 37215	NONE	PUBLIC	SUPPORT FOOD EDUCATION PROGRAMS.	4,000.
NASHVILLE FOOD PROJECT, INC. 3605 HILLSBORO PK NASHVILLE, TN 37215	NONE	PUBLIC	SUPPORT FOOD DISBURSEMENT PROGRAMS.	3,500.
NASHVILLE HUMANE ASSOCIATION 213 OCEOLA AVE. NASHVILLE, TN 37209	NONE	PUBLIC	SUPPORT ANIMAL RESCUE PROGRAMS.	500.
NASHVILLE OPERA 3622 REDMON ST NASHVILLE, TN 37209	NONE	PUBLIC	SUPPORT MUSIC/OPERA PROGRAMS.	2,000.
PAT HEAD SUMMIT ALZHEIMERS FUND 625 MARKET ST. KNOXVILLE, TN 37902	NONE	PUBLIC	FOR ALZHEIMER RESEARCH & SUPPORT.	1,000.
THISTLE FARMS 5122 CHARLOTTE PIKE NASHVILLE, TN 37209	NONE	PUBLIC	SUPPORT WOMEN'S PROGRAMS.	1,000.
			TOTAL	$ 165,000.

Form **8868**
(Rev January 2013)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

► **File a separate application for each return.**

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ► ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extention on a previously filed Form 8868.

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension – check this box and complete Part I only ► ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions THE RICH FOUNDATION	Employer identification number (EIN) or 62-1588498
File by the due date for filing your return. See instructions	Number, street, and room or suite number. If a P.O box, see instructions 2120 CRESTMOOR RD #3020	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions. NASHVILLE, TN 37215	

Enter the Return code for the return that this application is for (file a separate application for each return) 04

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (section 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ► BILL RICH

Telephone No. ► 615-309-2313 FAX No. ►

- If the organization does not have an office or place of business in the United States, check this box ► ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ____. If this is for the whole group, check this box ► ☐. If it is for part of the group, check this box ► ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 2/15, 20 14, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

► ☐ calendar year 20 ___ or

► ☒ tax year beginning 7/01, 20 12, and ending 6/30, 20 13.

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	$ 3,000.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 12,436.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	$ 0.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions