



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.

Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 01-01-2013 , and ending 12-31-2013

Name of foundation THOMAS A RODGERS JR FAMILY FOUNDATION		A Employer identification number 04-3442439	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2509		B Telephone number (see instructions) (508) 679-6452	
City or town, state or province, country, and ZIP or foreign postal code FALL RIVER, MA 02722		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 30,371,238	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	27,347			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	1,006,590	885,342		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-867,198			
	b Gross sales price for all assets on line 6a 19,133,926				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
Operating and Administrative Expenses	11 Other income (attach schedule)	16,303	16,303		
	12 Total. Add lines 1 through 11	183,042	901,645		
	13 Compensation of officers, directors, trustees, etc	95,800	0		75,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	8,235	0		0
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	21,471	0		24,185
	c Other professional fees (attach schedule)	1,200	0		1,200
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	12,559	8,035		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	12,000	0		12,000
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	174,952	164,124		10,827
	24 Total operating and administrative expenses. Add lines 13 through 23	326,217	172,159		123,212
	25 Contributions, gifts, grants paid	1,409,800			1,409,800
	26 Total expenses and disbursements. Add lines 24 and 25	1,736,017	172,159		1,533,012
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,552,975			
	b Net investment income (if negative, enter -0-)		729,486		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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	27,013	1,985,926	1,985,926	
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges	2,086	5,255	5,255	
	10a	Investments—U S and state government obligations (attach schedule)	1,389,076		1,413,091	1,413,091
	b	Investments—corporate stock (attach schedule)	23,595,216		21,019,418	21,019,418
	c	Investments—corporate bonds (attach schedule).	1,819,529		4,129,488	4,129,488
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	596,235		1,818,060	1,818,060
	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)	27,429,155	30,371,238	30,371,238		
Liabilities	17	Accounts payable and accrued expenses	9,639	6,925		
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶ _____)		19,175		45,987
	23	Total liabilities (add lines 17 through 22)	28,814	52,912		
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	0	0		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	27,400,341	30,318,326		
	30	Total net assets or fund balances (see page 17 of the instructions)	27,400,341	30,318,326		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	27,429,155	30,371,238			

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	27,400,341
2	Enter amount from Part I, line 27a	2	-1,552,975
3	Other increases not included in line 2 (itemize) ▶ 	3	4,470,960
4	Add lines 1, 2, and 3	4	30,318,326
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	30,318,326

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES - OPPENHEIMER	P		
b	PUBLICLY TRADED SECURITIES - COASTLINE	P		
c	PUBLICLY TRADED SECURITIES - MORGAN STANLEY	P		
d	CAPITAL GAINS DIVIDENDS	P		
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 17,756,365		18,652,815	-896,450
b 984,157		1,006,454	-22,297
c 345,955		341,855	4,100
d 47,449			47,449
e			

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

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			-896,450
b			-22,297
c			4,100
d			47,449
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	-867,198
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	

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

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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 (col (b) divided by col (c))
2012	1,311,235	26,742,788	0 049031
2011	984,041	26,294,309	0 037424
2010	876,622	23,474,596	0 037343
2009	931,072	19,156,249	0 048604
2008	1,130,516	23,729,425	0 047642

2 Total of line 1, column (d).	2	0 220044
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 044009
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	29,430,788
5 Multiply line 4 by line 3.	5	1,295,220
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	7,295
7 Add lines 5 and 6.	7	1,302,515
8 Enter qualifying distributions from Part XII, line 4.	8	1,533,012

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 page 18 of the instructions)			
1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1		1	7,295
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2.		3	7,295
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	7,295
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	16,862	
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	16,862
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	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	9,567
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 7,295 Refunded		11	2,272

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		1a	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		1b	No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?.		1c	No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0 (2) On foundation managers \$ 0			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		2	No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		3	No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?.		4a	No
b If "Yes," has it filed a tax return on Form 990-T for this year?.		4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either - By language in the governing instrument, or - By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?		6	Yes
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) RI, MA			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		9	No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10	No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶NONE				
14	The books are in care of ▶MYRON WILNER Telephone no ▶(508) 679-6452 Located at ▶PO BOX 831 111 DURFEE STREET FALL RIVER MA ZIP +4 ▶027220831			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2013, 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	Yes	No
See 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
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 page 20 of the instructions)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes	☒ No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes	☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes	☒ No	
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 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	Yes	
	Organizations relying on a current notice regarding disaster assistance check here.			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
THOMAS A RODGERS III	PRESIDENT	20,800	6,687	0
1027 SEAPOWET AVENUE	10 00			
TIVERTON,RI 02878				
MYRON WILNER	TREASURER	75,000	0	0
786 MADISON STREET	20 00			
FALL RIVER,MA 02720				
ROBERT STOICO	DIRECTOR	0	0	0
907 RAYMOND CT	1 00			
MARCO ISLAND,FL 34145				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the 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	28,146,257
b	Average of monthly cash balances.	1b	1,732,716
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	29,878,973
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	29,878,973
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	448,185
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	29,430,788
6	Minimum investment return. Enter 5% of line 5.	6	1,471,539

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	1,471,539
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,295
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,295
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,464,244
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,464,244
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,464,244

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	1,533,012
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	1,533,012
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	7,295
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,525,717
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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,464,244
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			1,191,262	
b Total for prior years 20__, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,533,012				
a Applied to 2012, but not more than line 2a			1,191,262	
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 2013 distributable amount.				341,750
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 (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 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,122,494
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 2008 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV

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

1

Information Regarding Foundation Managers:

a

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

THOMAS A RODGERS III

b

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

2

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

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

a

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

THE RODGERS FAMILY FOUNDATION
111 DURFEE STREET
FALL RIVER, MA 02722
(508) 679-6452

b

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

WRITTEN REQUEST STATING NATURE OF ORGANIZATION AND INTENDED USE OF FUNDS

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,409,800
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
A WISH COME TRUE INC 1010 WARWICK AVENUE WARWICK,RI 02888	NONE	PUBLIC CHARITY	TO GRANT A WISH IN THE GREATER FALL RIVER COMMUNITY	10,000
AMERICAN RED CROSS 315 PLEASANT STREET FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN GREATER FALL RIVER AREA	10,000
BISHOP CONNOLLY HIGH SCHOOL 373 ELSBREE STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	FOR INSTALLATION OF AN ELECTRONIC MESSAGE CENTER	15,000
CARE 151 ELLIS ST NE ATLANTA,GA 30303	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
CATHOLIC CHARITIES APPEAL PO BOX 1470 FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
CATHOLIC RELIEF SERVICES 228 WEST LEXINGTRON STREET BALTIMORE,MD 21201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000
CHILD & FAMILY SERVICES 66 TROY STREET SUITE 4 5 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000
CHRISTIAN APPALACHIAN PROJECT PO BOX 511 LANCASTER,KY 40444	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
CITIZENS SCHOLARSHIP FUND AMERICAN DREAM CHALLENGE 624 FLORENCE STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
DANA-FARBER CANCER INSTITUTE INC JIMMY FUND 10 BROOKLINE PLACE WEST FL 6 BROOKLINE,MA 02445	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500
EASTER SEALS RHODE ISLAND 213 ROBINSON ST WAKEFIELD,RI 02879	NONE	PUBLIC CHARITY	OPERATING SUPPORT OF THE PEDIATRIC OUTPATIENT PROGRAM	10,000
FALL RIVER HISTORICAL SOCIETY 451 ROCK STREET FALL RIVER,MA 02720	NONE	PRIVATE OPERATING FO	STRUCTURAL MAINTENANCE AND LIBRARY AND ARCHIVES SUPPORT	20,000
FAMILY SERVICE ASSOC OF GR F R 151 ROCK STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	DEVELOPMENT OF FACILITIES IMPROVEMENT PROPOSAL-PHASE VIII	50,000
GREATER FR ART ASSOCIATION 80 BELMONT STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	BUILDING IMPROVEMENTS	15,000
GREATER FR COMMUNITY FOOD PANTRY 78 BRAMBIE WAY TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
Total  3a				1,409,800

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GREATER FR SYMPHONY SOCIETY PO BOX 9034 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
HERALD NEWS CHRISTMAS FUND 207 POCASSET ST FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	FOR BENEFIT OF PROGRAMS AT SALVATION ARMY AND CITIZENS FOR CITIZENS	5,000
HOPE FUNDS FOR CANCER RESEARCH 226 BELLEVUE AVENUE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	FOR CANCER RESEARCH FOR SUPPORT OF YOUNG SCIENTISTS	10,000
JUNIOR ACHIEVEMENT OF SOUTHERN MA INC 227 UNION ST SUITE 703 NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
KATIE BROWN EDUCATIONAL PROGRAM 10 PURCHASE ST SUITE 5 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	5,000
LITTLE FLOWER HOME INC 304 HOOPER STREET TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
LLOYD CENTER FOR THE ENVIRONMENT 430 POTOMSKA ROAD DARTMOUTH,MA 02748	NONE	PUBLIC CHARITY	CLIMATE SCIENCE LEARNING PROJECT	10,000
LOWN CARDIOVASCULAR RESEARCH FOUNDATION 21 LONGWOOD AVENUE BROOKLINE,MA 02446	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
MARINE MUSEUM OF FR 70 WATER STREET FALL RIVER,MA 02721	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
MEETING STREET SCHOOL 1000 EDDY STREET PROVIDENCE,RI 02905	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
NARRAGANSETT COUNCIL BOY SCOUTS OF AMERICA PO BOX 14777 EAST PROVIDENCE,RI 02914	NONE	PUBLIC CHARITY	SCOUT REACH PROGRAM FOR THE FALL RIVER AREA	1,500
NARROWS CENTER FOR THE ARTS 16 ANAWAN STREET FALL RIVER,MA 02721	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
NATIVITY PREPARATORY SCHOOL OF NEW BEDFORD 66 SPRING STREET NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	SPONSORSHIPS FOR TWO STUDENTS AND A TEACHER AND THE GENERAL SUPPORT OF THE SCHOOL	30,000
NAVAL WAR COLLEGE FOUNDATION 686 CUSHING ROAD NEWPORT,RI 02841	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
NEW BEDFORD'S WOMEN'S CENTER (OUR SISTERS PLACE) PO BOX 4236 FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	OPERATING SUPPORT FOR OUR SISTERS PLACE	20,000
Total  3a				1,409,800

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NEWPORT HOSPITAL 11 FRIENDSHIP STREET NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
NORMAN BIRD SANCTUARY TRUST 583 THIRD BEACH ROAD MIDDLETOWN,RI 02842	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
OUR LADY OF QUADALUPE 2 ACHUSHNET AVE NEW BEDFORD,MA 02744	NONE	PUBLIC CHARITY	ESOL PROGRAM	2,500
POLICE ATHLETIC LEAGUE 31 FRANKLIN STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
PRIESTS RETIREMENT FUND 1697 E MAIN ROAD PORTSMOUTH,RI 02871	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
PROJECT HOPE THE PEOPLE TO PEOPLE HEALTH FOUNDATION INC 255 CARTER HALL LANE MILLWOOD,VA 22646	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
ROBERT POTTER LEAGUE FOR ANIMALS INC PO BOX 412 NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
ROMAN CATHOLIC BISHOP FALL RIVER ST VINCENT'S HOME CORPORATION 2425 HIGHLAND AVENUE FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
SALVATION ARMY-FALL RIVER 290 BEDFORD STREET FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	1,000
SALVE REGINA UNIVERSITY 100 OCHRE POINT AVENUE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	ESTABLISH A DOCTOR OF NURSING PRACTICE PROGRAM	270,000
SAN MIGUEL EDUCATION CENTER 525 BRANCH AVE PROVIDENCE,RI 02904	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
SAVE THE BAY 100 BAY VIEW AVENUE PROVIDENCE,RI 02905	NONE	PUBLIC CHARITY	EXPLORE THE BAY EDUCATION PROGRAM	1,000
SEAMENS CHURCH INSTITUTE OF NEWPORT 18 MARKET SQUARE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
SOCIETY FOR HUMAN ADVANCEMENT THROUGH REHABILITATION ENGINEERING FOUNDATION UNIV OF MASSACHUSETTS DARTMOUTH DARTMOUTH,MA 02747	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
SOUTHCOAST VISITING NURSES ASSOCIATION 200 MILL ROAD FAIRHAVEN,MA 02719	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	10,000
Total ▶ 3a				1,409,800

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ST MARY'S EDUCATON FUNDDIOCESE OF FALL RIVER PO BOX 1470 FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	GRANT TO ST MARY'S EDUCATION FUND TO BE APPLIED TO RESIDENTS OF THE GREATER FALL RIVER AREA	50,000
ST PHILOMENA SCHOOL 324 CORYS LANE PORTSMOUTH,RI 02871	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
STEPPINGSTONE INC 522 NORTH MAIN STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	TO PURCHASE NEW DINING ROOM FURNITURE	14,800
STRIVING ARTISTS THEATRE COMPANY 1311 BROUGHTON DRIVE BEVERLY,MA 01915	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000
TASHIRAT FOUNDATION PO BOX 920 FORKED RIVER,NJ 08731	NONE	PUBLIC CHARITY	OPERATING SUPPORT TOWARD THE NEW SCHOOL	25,000
THE HOME FOR AGED IN FALL RIVER INC 1168 HIGHLAND AVENUE FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	REHABILITATION CAPITAL CAMPAIGN	25,000
THOMAS CHEW MEMORIAL BOYS AND GIRLS CLUB 803 BEDFORD STREET FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	FOR THE RODGERS TEEN CENTER PROGRAM BUDGET	50,000
TIVERTON LAND TRUST PO BOX 167 TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
UNITED WAY OF GREATER FR 84 NORTH MAIN STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	125,000
USS MASSACHUSETTS MEMORIAL COMMITTEE INC BATTLESHIP COVE FALL RIVER,MA 02721	NONE	PUBLIC CHARITY	A GRANT TO THE BATTLESHIP'S CHILDREN'S PROGRAM	10,000
WESTPORT LAND CONSERVATION TRUST PO BOX 3975 WESTPORT,MA 02790	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
WESTPORT SHELLFISH GIFT FUND TOWN OF WESTPORT 816 MAIN ROAD WESTPORT,MA 02790	NONE	PUBLIC CHARITY	TO BE USED FOR THE QUAHOG TRANSPLANT PROGRAM	5,000
YMCA SOUTHCOAST 18 SOUTH WATER STREET NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	FOR THE FALL RIVER YMCA RENOVATION PROJECT	400,000
Total  3a				1,409,800

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

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
---	--

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 33¹/₃% 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 for 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 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 its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

THOMAS A RODGERS JR FAMILY FOUNDATION

Employer identification number

04-3442439

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	THOMAS A RODGERS III 1027 SEAPOWET AVENUE TIVERTON, RI 02878	\$ 27,347	Person Payroll Noncash ☒ ☐ ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash ☐ ☐ ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash ☐ ☐ ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash ☐ ☐ ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash ☐ ☐ ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person Payroll Noncash ☐ ☐ ☐ (Complete Part II for noncash contributions)

Name of organization THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
--	---

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
_____	_____ _____ _____ _____	\$ _____	_____
(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 THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
--	---

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 <i>exclusively</i> religious, charitable, etc , contributions of \$1,000 or less for the year (Enter this information once See instructions) ▶ \$ 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	
(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	

TY 2013 Accounting Fees Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING & ADMINISTRATIVE	21,471	0		24,185

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Expenditure Responsibility Statement

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
FALL RIVER HISTORICAL SOCIETY	451 ROCK STREET FALL RIVER, MA 02720	2013-09-30	20,000	THE GRANT WAS TO BE USED FOR STRUCTURAL MAINTENANCE AND LIBRARY AND ARCHIVES SUPPORT	20,000	NONE	1/31/2014, 4/30/2014	2014-04-30	THE FALL RIVER HISTORICAL SOCIETY (GRANTEE) HAS PROVIDED THE FOUNDATION WITH A FINAL EXPENDITURE REPORT DATED 4/30/2014 THE REPORT STATES THAT THE \$20,000 GRANT WAS USED, IN FULL, FOR STRUCTURAL MAINTENANCE AND LIBRARY AND ARCHIVES SUPPORT THE GRANTEE STATES THAT IT HAS MAINTAINED APPROPRIATE DOCUMENTATION OF EXPENDITURES AND THAT THE BOOKS AND RECORDS ARE AVAILABLE FOR INSPECTION BY THE FOUNDATION

TY 2013 Investments Corporate
Bonds Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION
EIN: 04-3442439

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AIR LEASE CORP 3.375% CALLABLE 12/16/2018 @ 100.00 DUE 01/15/2019	100,000	100,000
AMER EXPRESS CR SER E 1.300% DUE 07/29/2016 @ 100.00	100,774	100,774
AMER INTL GROUP 3.800% DUE 03/22/2017 @ 100.00	106,790	106,790
AUSTRALIA GOVERNMENT BOND 4.750% DUE 10/21/2015 @ 100.00	46,405	46,405
BANK OF AMERICA CORP 03/29/30	100,049	100,049
BANK OF AMERICA CORP 05/25/32	98,633	98,633
CANADIAN TREASURY BILL 0.000% DUE 02/13/2014 @ 100.00	75,248	75,248
COMPUTER SCIENCE SER B 6.500% DUE 03/15/2018 @ 100.00	114,747	114,747
ESC LEHMAN BROS HLDGS INC 6.625	7,437	7,437
ESC LEHMAN BROS HLDGS INC 8%	58,118	58,118
FFCB 0.990% CALLABLE 09/09/2014 @ 100.00 DUE 09/09/2016	75,295	75,295
FIFTH THIRD BANCO FLOATER DUE 12/20/2016 @ 100.00	123,814	123,814
FORD MOTOR CRED 3.984% DUE 06/15/2016 @ 100.00	106,340	106,340
FORD MTR CR CO	0	0
FORD MTR CR CO	0	0
FORD MTR CR CO LLC B/E DUE 04/15/15	0	0
GENWORTH FINL INC 6.515%	0	0
GOLDMAN SACHS CAP II 5.793%	0	0
HEWLETT-PACK CO 2.200% DUE 12/01/2015 @ 100.00	102,201	102,201
INTER-AMERICAN DEVELOPMENT 7.200% DUE 10/15/2014 @ 100.00	41,725	41,725
INTERNANAL BK FOR RECONSTRUCTN &6.250% DUE 07/10/2014 @ 100.00	12,172	12,172
INTERNL BANK FOR RECONSTRUCN & 6.000% DUE 07/23/2015 @ 100.00	22,376	22,376
INT'L BANK FOR REC & DEV 1.875% DUE 05/12/2016 @ 100.00	30,447	30,447
INTL BANK FOR RECONSTRUCTION & 4.625% DUE 11/17/2015 @ 100.00	31,301	31,301
JEA BE 1286 16OC01JE1.286% DUE 10/01/2016 @ 100.00	99,453	99,453
LORILLARD TOBACC 2.300% DUE 08/21/2017 @ 100.00	125,276	125,276
MERRILL LYNCH & CO INC B/E	0	0
NEW ZEALAND GOVT 4.500% DUE 02/15/2016 @ 100.00	12,924	12,924
NORWEGIAN T-BILL 0.000% DUE 09/17/2014 @ 100.00	32,660	32,660
PENN VA CIRO B/E 7.25%	102,500	102,500
PENNEY JC CORP INC 5.75%	246,000	246,000
PIONEER STRATEGIC INCOME-Y	439,179	439,179
REGIONS FINL GLOBAL 2.000% CALLABLE 04/15/2018 @ 100.00 DUE 05/15/2018	96,831	96,831
SINGAPORE GOVERNMENT BOND 1.125% DUE 04/01/2016 @ 100.00	80,572	80,572
SLM CORP MTN BOOK	623,791	623,791
SPDR BARCP ST HY 1.613% DUE 12/31/1899 @ 0.00	122,845	122,845
TCW EMERGING MARKETS INCOME CL I MF	330,966	330,966
TELEFONICA EMIS 3.992% DUE 02/16/2016 @ 100.00	131,300	131,300
TIME WARNER CABL 6.750% DUE 07/01/2018 @ 100.00	112,144	112,144
UNITED STATES STL CORP NEW 6.05%	108,000	108,000
VALE OVERSEAS SR UNSGLOBAL 6.25%6.250% DUE 01/23/2017 @ 100.00	111,175	111,175

TY 2013 Investments Corporate
Stock Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION
EIN: 04-3442439

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3 M CO	39,270	39,270
ACCENTURE PLC	75,314	75,314
ALPINE TOTAL DYNAMIC DIVID FD COM	41,900	41,900
ALPS ETF TR ALERIAN MLP	0	0
ALTRIA GROUP INC	0	0
ALTRIA GROUP INC	48,755	48,755
AMBASE CORP	30,000	30,000
AMEDISYS INC	0	0
AMERICAN BILTRITE INC	82,400	82,400
AMERICAN EUROPACIFIC GROWTH F-2	332,020	332,020
AMERICAN RLTY CAP PPTYS INC REIT	128,510	128,510
AMETEK INC COM WHEN ISSUED	104,445	104,445
ANNALY CAP MGMT INC REIT	0	0
AON PLC	104,611	104,611
ASTRAZENECA PLC SPONS ADR	47,793	47,793
AT&T	175,800	175,800
AT&T INC	43,774	43,774
ATLANTIC POWER CORP	0	0
AVON PRODUCTS INC	0	0
BB&T CORP DEP SHS REPSRT 1 5.625%	81,400	81,400
BCE INC NEW COM	42,857	42,857
BIDDEEFORD & SACO WTR CO	0	0
BLACKROCK CORPOR HIGH YLD FD	0	0
BLACKROCK CREDIT ALL INC TR II	0	0
BLACKROCK GLOBAL OPP EQTY TR	63,490	63,490
BLACKROCK REAL ASSET EQUITY TR CLOSED END SBI/CBI	65,325	65,325
BOEING CO	33,440	33,440
BOISE INC	0	0
BOSTON SCIENTIFIC CORP	0	0
BROOKLINE BANCORP	382,000	382,000

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BURKE&HERBERT B&T ALEXANDRIA	30,450	30,450
CALAMOS CONV & HIGH INCOME FD	0	0
CAMBRIDGE BANCORP	720,180	720,180
CANADAIGUA NATIONAL CORP	0	0
CARPENTER TECHNOLOGY CORP	0	0
CARRIZO OIL & CO INC	0	0
CELANESE CORP	0	0
CEMEX SAB DE CV SPON ADR	236,600	236,600
CHEMUNG FINANCIAL CORP	444,210	444,210
CHEVRON CORPORATION	47,466	47,466
CHICAGO BRIDGE & IRON CO	0	0
CISCO SYSTEMS INC	46,542	46,542
CIT GROUP INC	182,455	182,455
CNB FINANCIAL CORP PENNSYLVANIA	190,000	190,000
CONOCOPHILLIPS	45,923	45,923
CONSOL ENERGY INC	0	0
CREDIT SUISSE HIGH YLD BND FD SH BEN INT	0	0
CRIMSON WINE GROUP LTD	110,500	110,500
DELTA AIR LINES INC	0	0
DEUTSCHE BANK CAP FDG TR IX PFD 6.625%	0	0
DEUTSCHE BK CAP FDG X NON CUM TR PFD 7.35%	0	0
DIAGEO PLC SPONS ADR NEW	38,402	38,402
DIAMOND OFFSHORE DRILLING INC	0	0
DIAMOND OFFSHORE DRILLING INC COM	43,828	43,828
DIGITAL RLTY TR INC PFD	72,600	72,600
DOMINION RES INC	28,464	28,464
DOMINION RESOURCES INC 8.375% PFD	0	0
DOUBLE EAGLE PETE CO	28,750	28,750
DOW 30SM ENHANCED PREM & INC	131,300	131,300
DOW CHEM CO	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DU PONT E I DE NEMOURS & CO	0	0
DU PONT E I DENEMOURS & CO	38,982	38,982
EATON VANCE LTD DURATION INCOME FD	233,447	233,447
EATON VANCE RISK MNGD DIV EQTY	90,160	90,160
EATON VANCE TAX MNG GLB DV EQT	100,000	100,000
EATON VANCE TX MGD DIV EQ INCM	109,200	109,200
ECA MARCELLUS TR I COM UNIT	0	0
ELI LILLY & CO	44,625	44,625
EMC CORP MASS	78,292	78,292
ENCANA CORP	0	0
EPR PPRYS PFD SER F %	0	0
EUROSEAS LTD COM NEW	0	0
FIDELITY FLOATING RATE H/INC	99,750	99,750
FIDUS INVT CORP	0	0
FIFTH STR FIN CORP	85,000	85,000
FINANCIAL INSTITUTIONS INC	790,720	790,720
FIRST EAGLE FUNDS INC OVERSEAS FD CL I	320,204	320,204
FIRST TR HIGH INCOME L/S FD	0	0
FORD MOTOR CO	0	0
FOSTER WHEELER	247,508	247,508
FRANKLIN TEMPLETON LTD DUR INC	0	0
GABELLI UTILITES FUND	0	0
GENERAL ELEC CO	42,185	42,185
GENERAL ELECTRIC CO	168,180	168,180
GENERAL MOTORS CO	0	0
GENERAL MTRS CO JR PFD CON SRB 4.75%	0	0
GENUINE PARTS CO COM	37,851	37,851
GLADSTONE CAPITAL CORP	0	0
GOLDMAN SACHS GROUP INC PFD A 1/1000	0	0
GOLDMAN SACHS LOC EMG MK-I	50,216	50,216

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GSV CAP CORP	60,450	60,450
H & Q HEALTHCARE FD SH BEN INT	0	0
HCP INC REIT	41,042	41,042
HEALTH CARE REIT INC COM	40,445	40,445
HERCULES TECH GROWTH CAP INC	123,000	123,000
HESS CORP	0	0
HILLSHIRE BRANDS CO	0	0
HOLLYFRONTIER CORP	273,295	273,295
HOMEFED CORP	172,020	172,020
HOSPITALITY PROPERTIES REIT TRUST	135,150	135,150
HSBC HOLDINGS PLC ADR	36,110	36,110
HUNTSMAN CORP	0	0
ING PRIME RATE TR	0	0
INTEL CORP	46,330	46,330
INVESCO BALANCED-RISK ALLOC Y	171,144	171,144
INVESCO VAN KAMPEN DYNAMIC CR OP FD	0	0
INVESTORS HERITAGE CAP CORP	31,050	31,050
IRON MTN INC	60,700	60,700
ISH MSI EAFE ETF	305,349	305,349
ISHARES COHEN & STEERS REALTY	89,664	89,664
ISHARES EM MIN	312,623	312,623
ISHARES MSCI EAFE INDEX FUND	0	0
ISHARES MSCI EMERGING MARKETS INDEX	0	0
ISHARES RUSSELL 1000 VALUE	678,024	678,024
ISHARES RUSSELL 2000 INDEX FUND	164,388	164,388
ISHARES RUSSELL MIDCAP INDEX FUND	326,206	326,206
ISHARES S&P PREF STK	205,327	205,327
ISHARES TR RUSSELL 1000 GROWTH INDEX	691,898	691,898
JOHNSON & JOHNSON	45,795	45,795
JPMORGAN CHASE & CO	30,117	30,117

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KIMBERLY CLARK CORP	36,039	36,039
KOHL'S CORP	283,750	283,750
MARATHON OIL CORP	0	0
MATTHEWS ASIA DIVIDEND INV	365,039	365,039
MAYFLOWER BANCORP INC	0	0
MCDERMOTT INTL INC	0	0
MEDICAL PPTYS TRUST INC REIT	122,200	122,200
MERCK & CO	53,303	53,303
MERCK & CO INC	250,250	250,250
METLIFE INC	0	0
METLIFE INC	38,014	38,014
MICROSOFT CORP	44,331	44,331
MIDDLESEX WATER COMPANY	414,591	414,591
MOSAIC CO	0	0
MOTOROLA SOLUTIONS INC	68,715	68,715
MUELLER WTR PRODS INC COM	70,275	70,275
NAUGATUCK VY FINL CORP	181,000	181,000
NAVIOS MARITIME HOLDINGS	111,600	111,600
NESTLE S A SPONSORED ADR	0	0
NEW MTN FIN CORP	45,120	45,120
NEW YORK COMMUNITY BANCORP INC	168,500	168,500
NEWPORT BANCORP INC	0	0
NEXTERA ENERGY INC	44,094	44,094
NIELSEN HOLDINGS NV	73,929	73,929
NUVEEN BUILD AMER BD FD COM SHS	184,400	184,400
NUVEEN CR STRATEGIES INCM FD	48,650	48,650
NUVEEN DIVER CURRENCY OPPOR FD	0	0
OFS CAP CORP	25,660	25,660
OLIN CORP COM PAR \$1	0	0
OPPENHEIMER HOLDINGS INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PACCAR INC	0	0
PACIFIC COAST OIL TR	0	0
PEOPLES UNITED FINANCIAL INC	483,840	483,840
PERRIGO CO	76,730	76,730
PFIZER INC	354,849	354,849
PHILIP MORRIS INTL	44,436	44,436
PHILIP MORRIS INTL INC	0	0
PIMCO ALL ASSET AUTHORITY CL P MF	167,714	167,714
POTASH CORP SASK INC	65,920	65,920
PREMIER FINANCIAL BANCORP	573,782	573,782
PROGRESSIVE CORP OHIO	75,374	75,374
PROSPECT CAPITAL CORPORATION	0	0
PRUDENTIAL FINL INC JR SUB NT 523 5.75%	86,750	86,750
PRUDENTIAL GLB SHT DUR HG YLD	0	0
RAYONIER INC REIT	210,500	210,500
RAYTHEON COMPANY	46,257	46,257
RESOURCE CAP CORP REIT	59,300	59,300
ROYAL DUTCH SHELL PLC SPON ADR	46,568	46,568
SALIENT MLP & ENERGY INDRSTRCT COM	0	0
SBT BANCORP INC	279,000	279,000
SCRIPPS NETWORKS INTER WI	76,386	76,386
SEADRILL LIMITED	205,400	205,400
SEARS ROEBUCK ACCEP CORP NT 7%	15,293	15,293
SEI DAILY INCOME TR MM PORT #32	234,153	234,153
SI FINL GROUP INC	361,500	361,500
SPDR DB INTL GOV INFL-PROT	93,520	93,520
SPDR DJ WILSHIRE INTL REAL ESTATE	51,500	51,500
SPDR S&P INTER DVD	132,860	132,860
STANLEY BLACK & DECKER INC	119,179	119,179
STARWOOD HOTELS & RESORTS	86,362	86,362

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STATE STR CORP DEP SHS REPSRT1 5.25%	41,400	41,400
STILLWATER MINING CO	0	0
SUSQUEHANNA BANCSHARES INC	64,200	64,200
SYSCO CORP	0	0
T ROWE PRICE INTL BOND FUND	50,794	50,794
THERAVANCE INC	89,125	89,125
TICC CAPITAL CORP	25,850	25,850
TIDELANDS RTY TR B UNIT BEN INT	80,957	80,957
TRAVELERS COS INC	41,648	41,648
TRONOX INC	276,840	276,840
T-ROWE PRICE GROUP INC	89,801	89,801
TWENTY-FIRST CENTURY FOX CL A	75,229	75,229
TYCO INTERNATIONAL LTD	91,068	91,068
UNILEVER N V COM SHR	41,839	41,839
UNITED RENTALS INC	77,950	77,950
UNITED STATES STL CORP NEW	0	0
USA TECHNOLOGIES INC COM	45,250	45,250
VALLEY NATIONAL BANCORP	126,500	126,500
VANGUARD EMERGING MARKETS	49,764	49,764
VANGUARD FTSE DEVELOPED MARKETS	362,616	362,616
VANGUARD FTSE EMERGING MARKETS	88,451	88,451
VANGUARD HIGH YIELD CORP ADM	130,289	130,289
VANGUARD INFLAT PROTECTED	90,891	90,891
VANGUARD INTM TERM CORP-ADM #571	245,684	245,684
VANGUARD INTRM TRM BD IDX-SI	94,398	94,398
VANGUARD S/T BOND INDEX	0	0
VANGUARD SHORT TERM CORP BOND ETF	157,565	157,565
VANGUARD SMALL CAP VALUE ETF	68,159	68,159
VANGUARD TOTAL INTL BND ADM	50,127	50,127
VIRNETX HOLDING CORP	97,050	97,050

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VODAFONE GROUP PLC	0	0
VODAFONE GROUP PLC SP ADR	46,975	46,975
WALGREEN CO	430,800	430,800
WELLS FARGO ADVANTAGE MULTI	0	0
WESTERN ASSET HIGH INCM OPP FD	29,650	29,650
WESTERN UNION CO	172,500	172,500
WESTFIELD FINANCIAL INC NEW	74,600	74,600
WEYERHAEUSER CO REIT	0	0
WHIRLPOOL CORP	0	0
WINDSTREAM CORP	0	0
WISDOM EMG MKTS EQ INCOME	45,927	45,927
WYNN RESORTS	91,667	91,667

TY 2013 Investments Government Obligations Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

**US Government Securities - End of
Year Book Value:**

538,695

**US Government Securities - End of
Year Fair Market Value:**

538,695

**State & Local Government
Securities - End of Year Book
Value:**

874,396

**State & Local Government
Securities - End of Year Fair
Market Value:**

874,396

TY 2013 Investments - Other Schedule**Name:** THOMAS A RODGERS JR FAMILY FOUNDATION**EIN:** 04-3442439

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
AIP GLOBAL MACRO FUND (CAYMAN) LP VALUATION DATE: 12/31/2013	FMV	230,353	230,353
GENERAL MOTORS CO WARRANT	FMV	0	0
GENERAL MOTORS CO WARRANT	FMV	0	0
MORGAN STANLEY HEDGEPREMIER/MILLENNIUM INTERNATIONAL LTDADVISORY VALUATION D	FMV	236,599	236,599
MORGAN STANLEY HEDGEPREMIER/TRICADIA CREDIT STRATEGIES OFFSHORE VALUATION DA	FMV	180,118	180,118
MP SECURITIZED CREDIT OFFSHORE FUNDMP SECURITIZED CREDIT OFFSHOR VALUATION D	FMV	254,649	254,649
NATURAL RESOURCE PARTNERS LP	FMV	0	0
NEW SOURCE ENERGY PARTNERS LP	FMV	23,370	23,370
PIMCO COMMODITY RL RET STR P CL P MF	FMV	249,057	249,057
PVR PARTNERS LP	FMV	0	0
REAL ESTATE OPPORTUNITY FUND II LP COMMITMENT: \$<500000.00>CONTRIBUTIONS TO	FMV	327,241	327,241
SPDR GOLD TRUST	FMV	192,063	192,063
TC PIPELINES LP	FMV	48,430	48,430
TRONOX INC WARRANT	FMV	72,500	72,500
VALLEY NATL BANCORP WARRANT	FMV	3,680	3,680

TY 2013 Other Expenses Schedule**Name:** THOMAS A RODGERS JR FAMILY FOUNDATION**EIN:** 04-3442439

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES, POSTAGE, ETC	6,585	0		6,584
TELEPHONE	2,793	0		2,793
DUES, LICENSES, FEES	1,245	0		1,245
INVESTMENT FEES	124,236	124,236		0
PARTNERSHIP LOSSES	39,888	39,888		0
INSURANCE	205	0		205

TY 2013 Other Income Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OPPENHEIMER	16,303	16,303	16,303

TY 2013 Other Increases Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Amount
UNREALIZED GAIN ON INVESTMENTS	4,470,960

TY 2013 Other Liabilities Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Beginning of Year - Book Value	End of Year - Book Value
CALL OPTIONS	19,175	41,259
MORGAN STANLEY	0	4,728

TY 2013 Other Professional Fees Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL FEE	1,200	0		1,200

TY 2013 Taxes Schedule**Name:** THOMAS A RODGERS JR FAMILY FOUNDATION**EIN:** 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ON DIVIDENDS	8,035	8,035		0
FEDERAL TAX	4,524	0		0