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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.

Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation <b>ROSE FAMILY FOUNDATION</b>		A Employer identification number <b>13-4016964</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>PO BOX 228</b>	Room/suite	B Telephone number <b>585-732-3937</b>
City or town, state or province, country, and ZIP or foreign postal code <b>YORK, NY 14592</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input checked="" type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ <b>5,457,971.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			<b>N/A</b>	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	<b>74,367.</b>	<b>74,367.</b>		<b>STATEMENT 1</b>
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	<b>255,684.</b>			
	b Gross sales price for all assets on line 6a	<b>2,508,386.</b>			
	7 Capital gain net income (from Part IV, line 2)		<b>255,684.</b>		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income	<b>&lt;359.&gt;</b>	<b>&lt;359.&gt;</b>		<b>STATEMENT 2</b>	
12 Total. Add lines 1 through 11	<b>329,692.</b>	<b>329,692.</b>			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	<b>0.</b>	<b>0.</b>		<b>0.</b>
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	<b>5,540.</b>	<b>0.</b>		<b>5,540.</b>
	c Other professional fees	<b>40,981.</b>	<b>40,981.</b>		<b>0.</b>
	17 Interest				
	18 Taxes	<b>12,426.</b>	<b>2,465.</b>		<b>0.</b>
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	<b>300.</b>	<b>0.</b>		<b>0.</b>
	24 Total operating and administrative expenses. Add lines 13 through 23	<b>59,247.</b>	<b>43,446.</b>		<b>5,540.</b>
25 Contributions, gifts, grants paid	<b>315,280.</b>			<b>315,280.</b>	
26 Total expenses and disbursements. Add lines 24 and 25	<b>374,527.</b>	<b>43,446.</b>		<b>320,820.</b>	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	<b>&lt;44,835.&gt;</b>				
b Net investment income (if negative, enter -0-)		<b>286,246.</b>			
c Adjusted net income (if negative, enter -0-)			<b>N/A</b>		

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LHA For Paperwork Reduction Act Notice, see instructions.

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			637,574.	194,075.	194,075.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock <b>STMT 8</b>			3,312,565.	2,411,642.	3,035,621.
	c Investments - corporate bonds <b>STMT 9</b>			614,701.	131,484.	137,096.
	11 Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other <b>STMT 10</b>			250,712.	2,033,516.	2,091,179.
	14 Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)			4,815,552.	4,770,717.	5,457,971.
<b>Liabilities</b>	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 <b>Total liabilities</b> (add lines 17 through 22)			0.	0.	
<b>Net Assets or Fund Balances</b>	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	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			4,815,552.	4,770,717.	
	30 <b>Total net assets or fund balances</b>			4,815,552.	4,770,717.	
	31 <b>Total liabilities and net assets/fund balances</b>			4,815,552.	4,770,717.	

**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	4,815,552.
2 Enter amount from Part I, line 27a	2	<44,835.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,770,717.
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	4,770,717.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a SEE ATTACHED STATEMENT	P		
b SEE ATTACHED STATEMENT	P		
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 1,392,672.		1,268,952.	123,720.
b 1,115,714.		983,750.	131,964.
c			
d			
e			

  

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			123,720.
b			131,964.
c			
d			
e			

  

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	255,684.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see 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	238,074.	4,769,438.	.049917
2011	180,535.	4,596,313.	.039278
2010	182,862.	4,241,719.	.043110
2009	253,864.	3,892,876.	.065212
2008	32,990.	4,375,987.	.007539

2 Total of line 1, column (d)	2	.205056
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	.041011
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,178,130.
5 Multiply line 4 by line 3	5	212,360.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,862.
7 Add lines 5 and 6	7	215,222.
8 Enter qualifying distributions from Part XII, line 4	8	320,820.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	2,862.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> 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	2,862.
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	2,862.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	8,280.	
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	8,280.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	5,418.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 2,880. Refunded <input checked="" type="checkbox"/>	11	2,538.	

**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?		Yes	No
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			X
1c Did the foundation file Form 1120-POL for this year?			X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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
4a 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		
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, col. (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY, DE			
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 2013 or the taxable year beginning in 2013 (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

N/A

**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 <b>N/A</b>				
14	The books are in care of <b>TRILLIUM ASSET MANAGMENT</b> Telephone no. <b>617-532-6658</b>			
	Located at <b>711 ATLANTIC AVE, 4TH FLOOR, BOSTON, MA</b> ZIP+4 <b>02111-2809</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country			X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <b>N/A</b>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? <b>N/A</b>	1c	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years _____, _____, _____, _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b>	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <b>N/A</b>	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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 2013?	4b	X

**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1); (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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).

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

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

6b

X

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

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

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

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

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

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities	1a	4,668,546.
b	Average of monthly cash balances	1b	588,439.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	5,256,985.
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	5,256,985.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	78,855.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,178,130.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	258,907.

**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	258,907.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,862.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,862.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	256,045.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	256,045.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	256,045.

**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	320,820.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	320,820.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	2,862.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	317,958.

**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
<b>1</b> Distributable amount for 2013 from Part XI, line 7				256,045.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			207,095.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 320,820.				
<b>a</b> Applied to 2012, but not more than line 2a			207,095.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				113,725.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:	0.			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				142,320.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				



**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
<b>a Paid during the year</b>				
TRADITIONS COMMUNITY FARM 120 PROVIDENCE RD. SUITE 101 CHAPEL HILL, NC 27514	NONE	PUBLIC CHARITY	GENERAL SUPPORT	55,280.
FRIENDS OF THE GARDEN AERIAL HIGH FALLS ROCHESTER, NY 14608	NONE	PUBLIC CHARITY	GENERAL SUPPORT	150,000.
THE HUICHOL CENTER FOR CULTURAL SURVIVAL & TRADITIONAL ARTS 356 CALLE LOMA NORTE SANTE FE, NM 87501	NONE	PUBLIC CHARITY	GENERAL SUPPORT	110,000.
<b>Total</b>			<b>3a</b>	315,280.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.

**Part XVI-A      Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		Related or exempt function income
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities			14	74,367.		
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			14	<359.>		
8 Gain or (loss) from sales of assets other than inventory			18	255,684.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		329,692.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	329,692.

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

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

[illegible]



FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	
TRILLIUM ASSET MANAGEMENT	74,367.	0.	74,367.	74,367.		
TO PART I, LINE 4	74,367.	0.	74,367.	74,367.		

FORM 990-PF	OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME		
IROQUOIS VALLEY FARMS LLC FLOW THRU K-1	<359.>	<359.>			
TOTAL TO FORM 990-PF, PART I, LINE 11	<359.>	<359.>			

FORM 990-PF	ACCOUNTING FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	5,540.	0.		5,540.	
TO FORM 990-PF, PG 1, LN 16B	5,540.	0.		5,540.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	40,981.	40,981.		0.	
TO FORM 990-PF, PG 1, LN 16C	40,981.	40,981.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ESTIMATED TAX PAID	8,280.	0.		0.	
FEDERAL TAX PAID	1,681.	0.		0.	
FORIEGN TAX PAID	2,028.	2,028.		0.	
WITHHOLDING TAX	437.	437.		0.	
TO FORM 990-PF, PG 1, LN 18	12,426.	2,465.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
NYS FILING FEE	250.	0.		0.	
AGENT FEES	50.	0.		0.	
TO FORM 990-PF, PG 1, LN 23	300.	0.		0.	

FOOTNOTES				STATEMENT	7
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THIS RETURN IS BEING AMENDED TO CORRECT THE CHARACTER OF A DISBURSEMENT. A PAYMENT OF \$138,000 WAS INCORRECTLY CHARACTERIZED AS A DONATION ON THE ORIGINAL RETURN. IT WAS ACTUALLY AN INVESTMENT. THE CORRECTION CHANGES LINES 11 AND 25 ON PAGE 1 AND THEIR SUPPORTING SCHEDULES. IT ALSO CHANGES CHANGES LINE 13 ON PAGE 2 AND ITS SUPPORTING SCHEDULES AND THE CALCULATIONS IN PARTS V, VI, X, XI, XII AND XIII.



FORM 990-PF	CORPORATE STOCK	STATEMENT	8
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE STOCK	2,411,642.	3,035,621.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,411,642.	3,035,621.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
CORPORATE BONDS	131,484.	137,096.	
TOTAL TO FORM 990-PF, PART II, LINE 10C	131,484.	137,096.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTERNATIONAL FUNDS	COST	233,690.	291,074.
ALTERNATIVE INVESTMENTS	COST	1,662,185.	1,662,105.
IROQUOIS VALLEY FARMS LLC	COST	137,641.	138,000.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,033,516.	2,091,179.

FORM 990-PF

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

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
DAVID H ROSE PO BOX 228 YORK, NY 14592	SECRETARY 0.50	0.	0.	0.
ANN R PODLIPNY 98 BIRCH ROAD CHESTER, NH 03036-4001	VICE PRESIDENT 0.20	0.	0.	0.
SIMON M ROSE 1654 TIGERTAIL AVENUE MIAMI, FL 33133-2543	PRESIDENT 0.20	0.	0.	0.
JAMES A ROSE 300 MARKS LANE CHAPEL HILL, NC 27516	TREASURER 0.20	0.	0.	0.
MARIAN H ROSE 9 OLD CORNER ROAD BEDFORD, NY 10506	DIRECTOR 0.20	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Trillium Asset Management, LLC  
**PORTFOLIO APPRAISAL**  
*Rose Family Foundation*

110686

December 31, 2013

Quantity	Security	Ticker	Purchase Date	Unit Cost	Total Cost	Current Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
<b>Cash and Equivalents</b>											
	Schwab Advisor Prem Cash Resrv				194,074.57		194,074.57	3.6		19.41	0.0
<b>Community Investment Promissory Notes</b>											
50,000	Calvert Social Invnt Fndtn		02-28-13	100.00	50,000.00	100.04	50,020.80	0.9	20.80	250.00	0.5
50,000	0.500% Due 02-28-14 Calvert Social Invnt Fndtn		02-28-13	100.00	50,000.00	100.09	50,043.65	0.9	43.65	375.00	0.7
50,000	0.750% Due 02-28-15 Calvert Social Invnt Fndtn		02-28-13	100.00	50,000.00	99.74	49,869.75	0.9	-130.25	500.00	1.0
50,000	1.000% Due 02-28-16 Calvert Social Invnt Fndtn		02-28-13	100.00	50,000.00	99.01	49,506.15	0.9	-493.85	750.00	1.5
50,000	1.500% Due 02-28-17 Shared Interest	81999ADB3	05-03-13	100.00	50,000.00	100.00	50,000.00	0.9	0.00	250.00	0.5
150,000	0.500% Due 03-31-17 Mercy Loan Fund	58999BBB1	05-03-13	100.00	150,000.00	100.00	150,000.00	2.8	0.00	3,750.00	2.5
150,000	2.500% Due 07-01-17 OikoCredit		05-03-13	100.00	150,000.00	100.00	150,000.00	2.8	0.00	3,000.00	2.0
175,000	2.000% Due 01-01-18 Vermont Community Loan Fund		05-03-13	100.00	175,000.00	100.00	175,000.00	3.3	0.00	4,375.00	2.5
50,000	2.500% Due 02-15-18 Calvert Social Invnt Fndtn		02-28-13	100.00	50,000.00	97.50	48,751.65	0.9	-1,248.35	1,000.00	2.1
100,000	2.000% Due 02-28-18 Accion International		05-03-13	100.00	100,000.00	100.00	100,000.00	1.9	0.00	1,750.00	1.8
175,000	1.750% Due 04-01-18 Cooperative Fund of New England	21699ADZ9	05-03-13	100.00	175,000.00	100.00	175,000.00	3.3	0.00	3,500.00	2.0
150,000	2.000% Due 04-01-18 New Hampshire Community Loan Fund	64199AHH0	05-03-13	100.00	150,000.00	100.00	150,000.00	2.8	0.00	4,500.00	3.0
100,000	3.000% Due 06-30-18 Craft3		09-25-13	100.00	100,000.00	100.00	100,000.00	1.9	0.00	3,000.00	3.0
100,000	3.000% Due 07-31-18 CEI Investment Notes Inc		09-25-13	100.00	100,000.00	100.00	100,000.00	1.9	0.00	2,500.00	2.5
	2.500% Due 10-01-18										

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Quantity	Security	Ticker	Purchase Date	Unit Cost	Total Cost	Current Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
200,000	The Reinvestment Fund 2.250% Due 12-31-18		09-25-13	100.00	200,000.00	100.00	200,000.00	3.8	0.00	4,500.00	2.3
25,000	Calvert Social Invnt Fndtn		12-31-13	100.00	25,000.00	100.00	25,000.00	0.5	0.00	750.00	3.0
	3.000% Due 12-31-23 Accrued Interest						2,363.89	0.0			
					1,625,000.00		1,625,555.89	30.6	-1,808.00	34,750.00	2.1
<b>Corporate Bonds</b>											
75,000	Morgan Stanley 3.800% Due 04-29-16		09-06-12	100.93	75,695.25	105.67	79,251.30	1.5	3,556.05	2,850.00	3.6
50,000	Safeway Inc 6.350% Due 08-15-17		09-06-12	111.58	55,789.50	112.31	56,154.55	1.1	365.05	3,175.00	5.7
	Accrued Interest						1,690.28	0.0			
					131,484.75		137,096.13	2.6	3,921.10	6,025.00	4.4
<b>Common Stock</b>											
<b>Materials</b>											
491	Minerals Technologies Inc	mtx	09-13-12	36.71	18,023.71	60.07	29,494.37	0.6	11,470.66	98.20	0.3
1,709	Owens-Illinois, Inc	oi	06-24-13	30.60	52,292.91	35.78	61,148.02	1.1	8,855.11	0.00	0.0
					70,316.62		90,642.39	1.7	20,325.77	98.20	0.1
<b>Industrial Goods</b>											
3,219	ABB Ltd Spd (ADR)	abb	09-13-12	19.50	62,775.12	26.56	85,496.64	1.6	22,721.52	2,456.16	2.9
274	Cummins Inc	cmi	09-13-12	100.14	27,438.75	140.97	38,625.78	0.7	11,187.03	685.00	1.8
810	Eaton Corp PLC	etn	06-24-13	62.41	50,534.17	76.12	61,657.20	1.2	11,103.03	1,360.80	2.2
3,099	Interface Inc	tile	03-27-13	18.19	56,379.24	21.96	68,054.04	1.3	11,674.80	371.88	0.5
284	Middleby Corp	midd	09-13-12	116.96	33,217.08	239.72	68,081.62	1.3	34,864.54	0.00	0.0
699	Pentair Ltd	pnr	03-27-13	51.31	35,865.68	77.67	54,291.33	1.0	18,425.65	699.00	1.3
382	Rockwell Automation Inc Com	rok	12-20-12	82.97	31,695.69	118.16	45,137.12	0.8	13,441.43	886.24	2.0
416	SolarCity Corporation	scity	12-19-13	55.55	23,109.52	56.82	23,637.12	0.4	527.60	0.00	0.0
269	Valmont Industries, Inc	vmt	09-13-12	132.71	35,699.50	149.12	40,113.28	0.8	4,413.78	269.00	0.7
194	W W Grainger, Inc	gww	03-27-13	219.67	42,616.76	255.42	49,551.48	0.9	6,934.72	721.68	1.5
626	Westinghouse Air Brake Technologies Corporation	wab	09-13-12	41.03	25,684.66	74.27	46,493.02	0.9	20,808.36	100.16	0.2
2,270	Westport Innovations Inc (ADR)	wprt	11-18-13	19.63	44,567.75	19.61	44,514.70	0.8	-53.05	0.00	0.0
					469,603.92		625,653.33	11.8	156,049.41	7,549.92	1.2

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Quantity	Security	Ticker	Purchase Date	Unit Cost	Total Cost	Current Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
<b>Consumer Discretionary</b>											
592	Borgwarner Inc	bwa	09-16-13	50.39	29,831.17	55.91	33,098.72	0.6	3,267.55	296.00	0.9
689	Discovery Communications Inc	disea	09-13-12	58.00	39,961.73	90.42	62,299.38	1.2	22,337.65	0.00	0.0
1,451	Johnson Controls, Inc	jci	09-13-12	28.83	41,831.98	51.30	74,436.30	1.4	32,604.32	1,276.88	1.7
799	Lululemon Athletica Inc (ADR)	lulu	03-27-13	61.24	48,932.14	59.03	47,164.97	0.9	-1,767.17	0.00	0.0
353	Panera Bread Co Cl A	pnra	09-16-13	169.20	59,726.22	176.69	62,371.57	1.2	2,645.35	0.00	0.0
688	Starbucks Corp	sbux	09-13-12	51.81	35,646.71	78.39	53,932.32	1.0	18,285.61	715.52	1.3
441	Starwood Hotels & Resorts Worldwide, Inc	hot	09-13-12	59.73	26,342.49	79.45	35,037.45	0.7	8,694.96	595.35	1.7
					282,272.43		368,340.71	6.9	86,068.28	2,883.75	0.8
<b>Consumer Staples</b>											
638	Annie's Inc	bnny	06-26-13	42.35	27,021.87	43.04	27,459.52	0.5	437.65	0.00	0.0
503	Green Mountain Coffee Roasters Inc	gmcr	09-13-12	31.55	15,867.97	75.54	37,996.62	0.7	22,128.65	503.00	1.3
1,147	Unilever N V N Y Shs New (ADR)	un	12-20-12	38.77	44,473.09	40.23	46,143.81	0.9	1,670.72	1,401.06	3.0
620	United Nat Foods Inc Corn	unfi	09-13-12	58.73	36,413.65	75.39	46,741.80	0.9	10,328.15	0.00	0.0
1,127	Whole Foods Market, Inc	wfm	09-13-12	48.97	55,193.72	57.83	65,174.41	1.2	9,980.69	540.96	0.8
					178,970.30		223,516.16	4.2	44,545.86	2,445.02	1.1
<b>Health Care</b>											
794	Baxter International Inc	bax	04-27-10	47.93	38,056.42	69.55	55,222.70	1.0	17,166.28	1,556.24	2.8
1,182	Cerner Corporation	cern	09-13-12	36.77	43,462.42	55.74	65,884.68	1.2	22,422.26	0.00	0.0
1,182	Fresenius Medical Care AG & Co (ADR)	fms	09-13-12	37.08	43,832.64	35.58	42,055.56	0.8	-1,777.08	394.44	0.9
801	Gilead Sciences Inc	gild	12-19-13	74.08	59,338.47	75.10	60,155.10	1.1	816.63	0.00	0.0
1,132	GlaxoSmithKline plc (ADR)	gsk	09-13-12	46.69	52,852.34	53.39	60,437.48	1.1	7,585.14	2,795.07	4.6
2,283	Hologic Inc	holx	09-13-12	20.30	46,342.61	22.35	51,025.05	1.0	4,682.44	0.00	0.0
784	Novartis A G SPD (ADR)	nvs	09-20-05	52.24	40,956.16	80.38	63,017.92	1.2	22,061.76	1,385.40	2.2
					324,841.06		397,798.49	7.5	72,957.43	6,131.15	1.5
<b>Financial Services</b>											
4,659	Banco Bradesco S A Sp (ADR) PFD	bbd	09-13-12	14.89	69,362.05	12.53	58,377.27	1.1	-10,984.78	0.00	0.0
1,758	CBRE Group Inc	cbg	09-13-12	19.45	34,193.84	26.30	46,235.40	0.9	12,041.56	0.00	0.0

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Quantity	Security	Ticker	Purchase Date	Unit Cost	Total Cost	Current Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
1,199	Forest City Enterprises Inc Cl A	fcea	09-13-12	16.22	19,442.73	19.10	22,900.90	0.4	3,458.17	0.00	0.0
838	HSBC USA Inc New	hsbc	09-13-12	46.58	39,034.26	55.13	46,198.94	0.9	7,164.68	2,011.20	4.4
1,397	Prologis, Inc	pld	09-13-12	36.96	51,640.01	36.95	51,619.15	1.0	-20.86	1,564.64	3.0
481	Royal Bk Cda Montreal Que Com (ADR)	ry	09-13-12	57.45	27,633.83	67.23	32,337.63	0.6	4,703.80	1,207.48	3.7
739	SVB Finl Group	svb	09-13-12	60.90	45,004.50	104.86	77,491.54	1.5	32,487.04	0.00	0.0
2,508	Umpqua Holdings Corporation	umpq	09-16-13	17.24	43,248.70	19.14	48,003.12	0.9	4,754.42	1,504.80	3.1
					329,559.92		383,163.95	7.2	53,604.03	6,288.12	1.6
<b>Technology</b>											
723	Adobe Systems Inc	adbe	09-13-12	32.92	23,801.18	59.88	43,292.52	0.8	19,491.34	0.00	0.0
170	Apple Inc	aapl	09-13-12	631.90	107,422.97	561.02	95,373.40	1.8	-12,049.57	2,074.00	2.2
3,468	Applied Materials, Inc	amat	09-13-12	11.85	41,095.28	17.68	61,314.24	1.2	20,218.96	1,387.20	2.3
665	ARM Holdings plc ADR	armh	09-16-13	46.54	30,948.26	54.73	36,396.12	0.7	5,447.86	164.11	0.5
2,693	Cisco Systems, Inc	cscs	09-13-12	19.48	52,458.00	22.43	60,403.99	1.1	7,945.99	2,046.68	3.4
640	Citrix Sys Inc	ctxs	06-24-13	58.79	37,627.00	63.25	40,480.00	0.8	2,853.00	0.00	0.0
858	Cree Inc Com	cree	09-13-12	28.07	24,083.12	62.52	53,642.16	1.0	29,559.04	0.00	0.0
800	eBay Inc	ebay	12-15-67	33.93	27,145.22	54.87	43,892.00	0.8	16,746.78	0.00	0.0
284	F5 Networks Inc Com	ffiv	12-20-12	97.47	27,682.46	90.86	25,804.24	0.5	-1,878.22	0.00	0.0
762	First Solar Inc	fsir	09-16-13	38.90	29,638.08	54.64	41,635.68	0.8	11,997.60	0.00	0.0
62	Google Inc	goog	12-15-67	595.85	36,942.70	1,120.71	69,484.02	1.3	32,541.32	0.00	0.0
160	IBM Corp	ibm	09-13-12	206.18	32,989.48	187.57	30,011.20	0.6	-2,978.28	608.00	2.0
590	Iron Inc Com	itri	09-13-12	45.59	26,895.99	41.43	24,443.70	0.5	-2,452.29	0.00	0.0
533	Qualcomm Incorporated	qcom	09-13-12	63.98	34,102.19	74.25	39,575.25	0.7	5,473.06	746.20	1.9
567	Rogers Corp Com	rog	12-21-12	48.16	27,309.01	61.50	34,870.50	0.7	7,561.49	0.00	0.0
1,886	Symantec Corporation	symc	09-13-12	19.32	36,428.48	23.58	44,471.88	0.8	8,043.40	1,131.60	2.5
					596,569.42		745,090.89	14.0	148,521.47	8,157.79	1.1
<b>Telecommunications</b>											
678	BT Group plc (ADR)	bt	09-13-12	38.47	26,084.03	63.13	42,802.14	0.8	16,718.11	1,035.87	2.4
2,139	Telefonica S A Sponsored (ADR)	tef	09-13-12	14.78	31,623.16	16.34	34,951.26	0.7	3,328.10	775.15	2.2
524	Vodafone Group Public Limited Company (ADR)	vod	09-13-12	28.82	15,099.31	39.31	20,598.44	0.4	5,499.13	845.24	4.1
					72,806.50		98,351.84	1.8	25,545.34	2,656.26	2.7
<b>Utilities</b>											
753	ITC Hldgs Corp	itc	09-13-12	81.46	61,337.02	95.82	72,152.46	1.4	10,815.44	1,287.63	1.8

Trillium Asset Management, LLC  
**PORTFOLIO APPRAISAL**  
*Rose Family Foundation*  
**110686**

December 31, 2013

Quantity	Security	Ticker	Purchase Date	Unit Cost	Total Cost	Current Price	Market Value	Pct. Assets	Unrealized Gain/Loss	Annual Income	Cur. Yield
1,136	Ormat Technologies Inc Com	ora	06-25-13	22.33	25,364.47	27.21	30,910.56	0.6	5,546.09	181.76	0.6
					86,701.49		103,063.02	1.9	16,361.53	1,469.39	1.4
					2,411,641.68		3,035,620.78	57.1	623,979.10	37,679.60	1.2
<b>International Funds</b>											
18,848.865	Domini International Social Equity Fund	domix	09-06-12	6.33	119,350.09	8.16	153,806.74	2.9	34,456.65	1,406.13	0.9
14,665.341	Pax World International Fund	pxinx	09-06-12	7.80	114,339.43	9.36	137,267.59	2.6	22,928.16	1,984.43	1.4
					233,689.52		291,074.33	5.5	57,384.81	3,390.55	1.2
<b>Private Equity</b>											
	SJF Ventures III	sjf3	04-25-13		37,185.00		36,549.00	0.7	-636.00		
<b>TOTAL PORTFOLIO</b>							<b>5,319,970.69</b>	<b>100.0</b>	<b>682,841.01</b>	<b>81,864.55</b>	<b>1.5</b>
<b>Iroquois Valley LLC</b>							<b>137,641</b>				
<b>Total</b>							<b>5,457,971</b>				

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**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
*110686*

From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain or Loss	
						Short Term	Long Term
09-13-2012	02-11-2013	262	Discovery Communications Inc	15,195.90	18,497.95	3,302.05	
09-13-2012	02-11-2013	417	Johnson Controls, Inc	12,022.01	12,973.22	951.21	
09-13-2012	02-11-2013	281	Starbucks Corp	14,559.20	15,699.72	1,140.52	
09-13-2012	02-11-2013	100	Starwood Hotels & Resorts Worldwide, Inc	5,973.35	6,279.51	306.16	
09-13-2012	02-11-2013	100	Tesla Mtrs Inc Com	2,937.45	3,787.06	849.61	
09-13-2012	02-11-2013	100	Church & Dwight Co. Inc	5,417.35	5,955.02	537.67	
09-13-2012	02-11-2013	100	Green Mountain Coffee Roasters Inc	3,154.67	4,293.25	1,138.58	
12-20-2012	02-11-2013	242	Unilever N V N Y Shs New (ADR)	9,383.16	9,385.76	2.60	
09-13-2012	02-11-2013	145	United Nat Foods Inc Com	8,516.10	7,919.18	-596.92	
09-13-2012	02-11-2013	137	Whole Foods Market, Inc.	13,418.88	13,047.67	-371.21	
09-13-2012	02-11-2013	858	Banco Bradesco S A Sp (ADR) PFD	15,033.97	15,384.95	350.98	
09-13-2012	02-11-2013	819	CBRE Group Inc	15,929.89	19,721.79	3,791.90	
09-13-2012	02-11-2013	328	Forest City Enterprises Inc Cl A	5,318.78	5,459.35	140.57	
09-13-2012	02-11-2013	249	HDFC Bank Ltd (ADR) Reps 3 Shs	9,053.75	9,511.60	457.85	
09-13-2012	02-11-2013	197	HSBC Holdings plc (ADR)	9,176.31	11,057.49	1,881.18	
09-13-2012	02-11-2013	458	Hartford Finl Svcs Group Inc	9,082.85	11,048.29	1,965.44	
09-13-2012	02-11-2013	401	Prologis, Inc	14,822.94	15,762.43	939.49	
09-13-2012	02-11-2013	160	Royal Bk Cda Montreal Que Com (ADR)	9,192.13	10,031.47	839.34	
09-13-2012	02-11-2013	241	SVB Finl Group	14,676.70	16,177.31	1,500.61	
04-27-2010	02-11-2013	168	Baxter International Inc.	8,052.24	11,549.32		3,497.08
09-13-2012	02-11-2013	120	Cerner Corporation	8,824.86	10,383.06	1,558.20	



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Trillium Asset Management, LLC  
**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
**110686**

From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain or Loss	
						Short Term	Long Term
09-13-2012	02-11-2013	342	Fresenius Medical Care AG & Co (ADR)	12,682.54	11,875.28	-807.26	
09-13-2012	02-11-2013	325	GlaxoSmithKline plc (ADR)	15,174.04	14,782.12	-391.92	
09-13-2012	02-11-2013	656	Hologic Inc	13,316.14	14,581.28	1,265.14	
09-20-2005	02-11-2013	175	Novartis A G SPD (ADR)	9,142.00	11,903.73		2,761.73
09-13-2012	02-11-2013	982	ABB Ltd Spd (ADR)	19,150.41	20,565.45	1,415.04	
09-13-2012	02-11-2013	87	Cummins Inc.	8,712.30	10,325.99	1,613.69	
09-13-2012	02-11-2013	344	Donaldson Inc	12,599.18	12,768.02	168.84	
09-13-2012	02-11-2013	151	Kansas City Southern	12,319.43	14,268.08	1,948.65	
09-13-2012	02-11-2013	148	Middleby Corp.	17,310.31	22,007.63	4,697.32	
12-20-2012	02-11-2013	66	Rockwell Automation Inc Com	5,476.22	5,950.72	474.50	
09-13-2012	02-11-2013	189	United Parcel Service, Inc.	14,141.97	15,550.13	1,408.16	
09-13-2012	02-11-2013	85	Valmont Industries, Inc.	11,280.51	12,515.61	1,235.10	
09-13-2012	02-11-2013	119	Westinghouse Air Brake Technologies Corporation	9,765.10	11,414.91	1,649.81	
09-13-2012	02-11-2013	282	Minerals Technologies Inc.	10,351.70	11,822.37	1,470.67	
09-13-2012	02-11-2013	782	Sims Metal Management Ltd Spns (ADR)	8,293.52	8,400.49	106.97	
09-13-2012	02-11-2013	194	Adobe Systems Inc	6,386.49	7,475.79	1,089.30	
09-13-2012	02-11-2013	41	Apple Inc	28,040.40	19,702.59	-8,337.81	
09-13-2012	02-11-2013	735	Applied Materials, Inc.	8,709.64	10,017.70	1,308.06	
09-13-2012	02-11-2013	706	Cisco Systems, Inc	13,742.00	14,986.86	1,244.86	
09-13-2012	02-11-2013	246	Cree Inc Com	6,904.95	10,950.59	4,045.64	
12-20-2012	02-11-2013	50	F5 Networks Inc Com	4,873.67	5,173.43	299.76	
12-15-1967	02-11-2013	20	Google Inc	11,917.00	15,530.50		3,613.50
09-13-2012	02-11-2013	95	IBM Corp	19,587.50	19,009.72	-577.78	
09-13-2012	02-11-2013	162	Itron Inc Com	7,385.00	7,637.60	252.60	
09-13-2012	02-11-2013	556	Oracle Corp Com	18,224.02	19,206.98	982.96	
09-13-2012	02-11-2013	125	Qualcomm Incorporated	7,997.70	8,363.61	365.91	

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**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
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From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Gain or Loss		
					Proceeds	Short Term	Long Term
12-21-2012	02-11-2013	98	Rogers Corp Com	4,720.07	4,594.11	-125.96	
09-13-2012	02-11-2013	513	Symantec Corporation	9,908.70	11,595.88	1,687.18	
12-15-1967	02-11-2013	99	eBay Inc	1,767.32	5,512.16		3,744.84
09-13-2012	02-11-2013	171	BT Group plc (ADR)	6,578.72	7,119.20	540.48	
09-13-2012	02-11-2013	502	Telefonica S A Sponsored (ADR)	7,421.61	6,633.36	-788.25	
09-13-2012	02-11-2013	308	Vodafone Group Public Limited Company (ADR)	8,875.16	8,381.40	-493.76	
09-13-2012	02-11-2013	132	ITC Hldgs Corp	9,703.07	10,733.76	1,030.69	
09-06-2012	02-11-2013	878,000	iShares Barclays Agency Bond	99,773.79	99,222.15		-551.64
09-06-2012	02-11-2013	1,238,000	iShares Tr Index Barclays TIPS	149,294.53	149,255.85		-38.68
09-06-2012	02-11-2013	8,892,353	Community Reinvestment Act Qlf Instl Shs	100,000.00	98,477.32		-1,522.68
12-20-2012	03-26-2013	119	Valmont Industries, Inc.	16,354.21	19,001.89	2,647.68	
09-13-2012	03-26-2013	316	Starwood Hotels & Resorts Worldwide, Inc	18,875.79	19,244.04	368.25	
09-13-2012	03-26-2013	372	Discovery Communications Inc	21,575.85	29,543.95	7,968.10	
09-13-2012	03-26-2013	360	Kansas City Southern	29,370.83	39,253.55	9,882.72	
09-13-2012	03-26-2013	1,733	CBRE Group Inc	33,707.58	43,250.94	9,543.36	
09-13-2012	03-26-2013	1,464	Donaldson Inc	53,619.78	52,404.41	-1,215.37	
09-13-2012	03-26-2013	263	Middleby Corp.	30,760.88	39,494.26	8,733.38	
09-13-2012	04-02-2013	1	Banco Bradesco S A Sp (ADR) PFD	14.34	15.03	0.69	
09-13-2012	05-07-2013	516	Tesla Mtrs Inc Com	15,157.26	28,524.42	13,367.16	
09-13-2012	06-24-2013	646	Starbucks Corp	33,470.61	41,466.95	7,996.34	
09-13-2012	06-24-2013	669	Church & Dwight Co. Inc	36,242.07	40,142.53	3,900.46	
09-13-2012	06-24-2013	549	United Parcel Service, Inc.	41,079.06	47,035.47	5,956.41	

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**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
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From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Gain or Loss		
					Proceeds	Short Term	Long Term
12-20-2012	06-24-2013	1,382	Cisco Systems, Inc	28,002.06	33,310.49	5,308.43	
09-13-2012	06-24-2013	251	IBM Corp	51,752.24	48,716.93	-3,035.31	
09-13-2012	06-24-2013	790	Vodafone Group Public Limited Company (ADR)	22,764.22	21,586.98	-1,177.24	
09-13-2012	06-24-2013	292	ITC Hldgs Corp	21,464.37	25,741.67	4,277.30	
09-13-2012	06-24-2013	165	Discovery Communications Inc	9,569.93	12,420.28	2,850.35	
09-13-2012	06-24-2013	325	Johnson Controls, Inc	9,369.67	11,307.84	1,938.17	
09-13-2012	06-24-2013	157	Green Mountain Coffee Roasters Inc	4,952.83	11,566.18	6,613.35	
09-13-2012	06-24-2013	253	Whole Foods Market, Inc.	12,390.43	12,929.24	538.81	
09-13-2012	06-24-2013	358	Hartford Finl Svcs Group Inc	7,099.69	10,280.69	3,181.00	
09-13-2012	06-24-2013	314	Prologis, Inc	11,606.99	11,349.80	-257.19	
09-13-2012	06-24-2013	188	SVB Finl Group	11,449.05	15,120.28	3,671.23	
04-27-2010	06-24-2013	178	Baxter International Inc.	8,531.54	12,429.79		3,898.25
09-13-2012	06-24-2013	133	Cerner Corporation	9,780.88	12,642.81	2,861.93	
09-13-2012	06-24-2013	254	GlaxoSmithKline plc (ADR)	11,859.09	12,510.49	651.40	
09-13-2012	06-24-2013	512	Hologic Inc	10,393.09	9,997.25	-395.84	
09-20-2005	06-24-2013	175	Novartis A G SPD (ADR)	9,142.00	11,997.59		2,855.59
09-13-2012	06-24-2013	766	ABB Ltd Spd (ADR)	14,938.10	16,019.47	1,081.37	
03-27-2013	06-24-2013	784	Interface Inc	15,223.33	13,030.94	-2,192.39	
03-27-2013	06-24-2013	41	W.W. Grainger, Inc.	9,006.64	10,330.25	1,323.61	
09-13-2012	06-24-2013	38	Apple Inc	25,988.66	15,375.08	-10,613.58	
09-13-2012	06-24-2013	777	Applied Materials, Inc.	9,207.33	11,591.93	2,384.60	
09-13-2012	06-24-2013	193	Cree Inc Com	5,417.30	11,268.26	5,850.96	
12-15-1967	06-24-2013	16	Google Inc	9,533.60	13,936.09		4,402.49
09-13-2012	06-24-2013	433	Oracle Corp Com	14,192.45	13,084.74	-1,107.71	
09-13-2012	09-16-2013	292	Starbucks Corp	15,129.13	22,007.84		6,878.71
09-13-2012	09-16-2013	1,595	Hartford Finl Svcs Group Inc	31,631.32	50,869.45		19,238.13
09-13-2012	09-16-2013	1,933	Oracle Corp Com	63,357.98	63,841.86		483.88

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**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
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From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Gain or Loss		
					Proceeds	Short Term	Long Term
09-13-2012	09-24-2013	3,332	Sims Metal Management Ltd Spons (ADR)	35,337.63	29,381.72		-5,955.91
12-20-2012	09-30-2013	87,067	Pax World International Fund	712.21	776.64		64.43
06-20-2013	09-30-2013	171,541	Pax World International Fund	1,379.19	1,530.15		150.96
09-06-2012	09-30-2013	1,452,827	Pax World International Fund	11,317.52	12,959.21		1,641.69
06-19-2013	09-30-2013	156,561	Domini International Social Equity Fund	1,180.47	1,265.01		84.54
09-06-2012	09-30-2013	2,059,776	Domini International Social Equity Fund	12,873.60	16,642.99		3,769.39
09-06-2012	10-01-2013	50,000	Morgan Stanley	50,463.50	52,569.50		2,106.00
09-06-2012	10-01-2013	75,000	3.800% Due 04-29-16 Safeway Inc	83,684.25	83,920.25		236.00
12-20-2012	11-11-2013	250	6.350% Due 08-15-17 Unilever N V N Y Shs New (ADR)	9,693.35	9,629.33	-64.02	
09-13-2012	11-11-2013	719	Banco Bradesco S A Sp (ADR) PFD	11,453.09	9,517.87		-1,935.22
09-13-2012	11-11-2013	200	Forest City Enterprises Inc Cl A	3,243.16	3,908.42		665.26
09-13-2012	11-11-2013	200	Royal Bk Cda Montreal Que Com (ADR)	11,490.16	13,416.26		1,926.10
09-13-2012	11-11-2013	100	Cummins Inc.	10,014.14	13,032.77		3,018.63
09-13-2012	11-11-2013	50	Middleby Corp.	5,848.08	10,979.80		5,131.72
03-27-2013	11-11-2013	142	Pentair Ltd	7,286.02	9,635.21	2,349.19	
09-13-2012	11-11-2013	180	Westinghouse Air Brake Technologies Corporation	7,385.37	11,559.16		4,173.79
09-13-2012	11-11-2013	216	Minerals Technologies Inc.	7,928.97	12,139.78		4,210.81
09-13-2012	11-11-2013	100	Adobe Systems Inc	3,292.00	5,525.40		2,233.40
09-13-2012	11-11-2013	100	Itron Inc Com	4,558.64	4,326.92		-231.72
09-13-2012	11-11-2013	300	Symantec Corporation	5,794.56	6,957.88		1,163.32

Trillium Asset Management, LLC  
**REALIZED GAINS AND LOSSES**  
*Rose Family Foundation*  
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From 01-01-2013 Through 12-31-2013

Open Date	Close Date	Quantity	Security	Cost Basis	Proceeds	Gain or Loss	
						Short Term	Long Term
03-27-2013	11-11-2013	75	eBay Inc	3,891.23	3,953.67	62.44	
09-13-2012	11-11-2013	50	BT Group plc (ADR)	1,923.60	2,974.94		1,051.34
09-13-2012	11-18-2013	31	Middleby Corp.	3,625.81	6,565.91		2,940.10
09-13-2012	11-18-2013	204	Westinghouse Air Brake Technologies Corporation	8,370.08	13,892.37		5,522.29
03-27-2013	12-19-2013	867	HCP Inc Com	42,735.76	31,237.95	-11,497.81	
09-13-2012	12-19-2013	1,059	HDFC Bank Ltd (ADR)	38,505.71	36,028.09		-2,477.62
09-13-2012	12-19-2013	98	IBM Corp	20,206.05	17,525.98		-2,680.07
09-13-2012	12-19-2013	472	United Parcel Service, Inc.	35,317.51	48,357.07		13,039.56
09-13-2012	12-19-2013	278	Fresenius Medical Care AG & Co (ADR)	10,309.20	9,669.73		-639.47
09-13-2012	12-19-2013	500	Kansas City Southern	40,792.81	59,838.00		19,045.19
09-13-2012	12-19-2013	499	Minerals Technologies Inc.	18,317.38	29,346.55		11,029.17
09-13-2012	12-19-2013	200	ABB Ltd Spd (ADR)	3,900.29	5,115.36		1,215.07
09-13-2012	12-19-2013	100	Discovery Communications Inc	5,799.96	8,628.79		2,828.83
12-15-1967	12-19-2013	9	Google Inc	5,362.65	9,765.78		4,403.13
09-13-2012	12-19-2013	100	SVB Finl Group	6,089.92	10,398.87		4,308.95
03-27-2013	12-19-2013	200	Interface Inc	3,883.50	4,056.98	173.48	
12-20-2012	12-19-2013	45	Valmont Industries, Inc.	6,184.37	6,514.74	330.37	
09-13-2012	12-19-2013	55	Valmont Industries, Inc.	7,299.15	7,962.46		663.31
TOTAL GAINS						167,767.82	147,997.18
TOTAL LOSSES						-44,047.33	-16,033.01
TOTAL REALIZED GAIN/LOSS		255,684.66		<b>2,252,702.28</b>	<b>2,508,386.94</b>	<b>123,720.49</b>	<b>131,964.17</b>
NO CAPITAL GAINS DISTRIBUTIONS							
			ST	COST	PROCEEDS	GAIN/LOSS	
				1,268,952.31	1,392,672.80	123,720.49	
			LT	983,749.96	1,115,714.13	131,964.17	