



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



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.

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE RODGERS FAMILY FOUNDATION, INC C/O J. RUBENSTEIN, ESQ		A Employer identification number 13-6062852
Number and street (or P.O. box number if mail is not delivered to street address) 575 MADISON AVENUE	Room/suite	B Telephone number 212-940-8800
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10022-2585		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 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) \$ 10,165,456.	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				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	488.	488.		STATEMENT 1
	4 Dividends and interest from securities	202,282.	202,282.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	278,158.			
	b Gross sales price for all assets on line 6a	2,068,268.			
	7 Capital gain net income (from Part IV, line 2)		278,158.		
	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	27,851.	27,851.	0.	STATEMENT 3	
12 Total. Add lines 1 through 11	508,779.	508,779.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	14,967.	3,742.	0.	11,225.
	b Accounting fees STMT 5	10,680.	5,340.	0.	5,340.
	c Other professional fees STMT 6	61,019.	61,019.	0.	0.
	17 Interest				
	18 Taxes STMT 7	6,702.	6,702.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 8	250.	0.	0.	250.
	24 Total operating and administrative expenses. Add lines 13 through 23	93,618.	76,803.	0.	16,815.
	25 Contributions, gifts, grants paid	275,000.			275,000.
26 Total expenses and disbursements. Add lines 24 and 25	368,618.	76,803.	0.	291,815.	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	140,161.				
b Net investment income (if negative, enter -0-)		431,976.			
c Adjusted net income (if negative, enter -0-)			0.		

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852

Page **2**

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

Beginning of year

End of year

(a) Book Value

(b) Book Value

(c) Fair Market Value

Assets

1	Cash - non-interest-bearing		442.	620.	620.
2	Savings and temporary cash investments		845,245.	407,743.	407,743.
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 STMT 9		499,633.	999,889.	999,904.
b	Investments - corporate stock STMT 10		5,468,729.	5,643,778.	8,410,489.
c	Investments - corporate bonds STMT 11		199,560.	99,500.	110,740.
11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
12	Investments - mortgage loans				
13	Investments - other STMT 12		215,891.	218,131.	235,960.
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		7,229,500.	7,369,661.	10,165,456.

Liabilities

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	Total liabilities (add lines 17 through 22)		0.	0.	

Net Assets or Fund Balances

	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>				
	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 ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31				
27	Capital stock, trust principal, or current funds		15,765,570.	15,765,570.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		-8,536,070.	-8,395,909.	
30	Total net assets or fund balances		7,229,500.	7,369,661.	
31	Total liabilities and net assets/fund balances		7,229,500.	7,369,661.	

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)	7,229,500.
2	Enter amount from Part I, line 27a	140,161.
3	Other increases not included in line 2 (itemize) ▶	0.
4	Add lines 1, 2, and 3	7,369,661.
5	Decreases not included in line 2 (itemize) ▶	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	7,369,661.

Form **990-PF** (2013)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 3

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 SCHEDULE - LONG TERM		P	VARIOUS	VARIOUS
b SEE ATTACHED SCHEDULE - SHORT TERM		P	VARIOUS	VARIOUS
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 936,386.		686,672.	249,714.
b 1,131,882.		1,103,438.	28,444.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
(i) 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	
a			249,714.
b			28,444.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	278,158.
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	565,456.	8,370,808.	.067551
2011	718,627.	8,693,831.	.082659
2010	975,220.	8,224,867.	.118570
2009	2,148,894.	8,801,522.	.244150
2008	1,421,131.	12,264,997.	.115869

2 Total of line 1, column (d)	2	.628799
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	.125760
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,166,995.
5 Multiply line 4 by line 3	5	1,152,841.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,320.
7 Add lines 5 and 6	7	1,157,161.
8 Enter qualifying distributions from Part XII, line 4 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.	8	291,815.

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 4

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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	8,640.
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	8,640.
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	8,640.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	12,486.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	12,486.	
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	3,846.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

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

Form 990-PF (2013)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 5

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>WISS & COMPANY, LLP</u> Telephone no. ▶ <u>908-782-7300</u> Located at ▶ <u>5 BARTLES CORNER ROAD, FLEMINGTON, NJ</u> ZIP+4 ▶ <u>08822</u>			
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 ▶ <u>15</u> <u>N/A</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 <u>N/A</u> ▶ <input type="checkbox"/>	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?	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.) <u>N/A</u>	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) <u>N/A</u>	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

Form 990-PF (2013)

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?

6b

If "Yes" to 6b, file Form 8870

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
LINDA RODGERS EMORY 575 MADISON AVENUE NEW YORK, NY 100222585	PRESIDENT - P/T 4.00	0.	0.	0.
MARY RODGERS GUETTEL 575 MADISON AVENUE NEW YORK, NY 100222585	VICE PRESIDENT - P/T 4.00	0.	0.	0.
JOSHUA S. RUBENSTEIN, ESQ 575 MADISON AVENUE NEW YORK, NY 100222585	TREASURER - P/T 4.00	0.	0.	0.
JASMINE M. CAMPIRIDES HANIF, ESQ 575 MADISON AVENUE NEW YORK, NY 100222585	SECRETARY - P/T 4.00	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

Form 990-PF (2013)

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 7

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 THE FOUNDATION DOES NOT MAINTAIN A PROGRAM OF CHARITABLE ACTIVITIES AS DEFINED IN THE INSTRUCTIONS FOR FORM 990-PF. THE FOUNDATION DOES INCUR NOMINAL EXPENSES TO AID DONEES IN CARRYING OUT CHARITABLE ACTIVITIES.	0.
2	0.
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 THE FOUNDATION DOES NOT MAINTAIN ANY PROGRAM-RELATED INVESTMENTS.	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

Form 990-PF (2013)

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	8,692,821.
b	Average of monthly cash balances	1b	613,773.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	9,306,594.
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	9,306,594.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	139,599.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,166,995.
6	Minimum investment return. Enter 5% of line 5	6	458,350.

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	458,350.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,640.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	8,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	449,710.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	449,710.
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	449,710.

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	291,815.
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	291,815.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	291,815.

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				449,710.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	819,619.			
b From 2009	1,715,122.			
c From 2010	572,751.			
d From 2011	301,447.			
e From 2012	151,950.			
f Total of lines 3a through e	3,560,889.			
4 Qualifying distributions for 2013 from Part XII, line 4. ► \$	291,815.			
a Applied to 2012, but not more than line 2a			0.	
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				291,815.
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))	157,895.			157,895.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	3,402,994.			
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 instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	661,724.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	2,741,270.			
10 Analysis of line 9:				
a Excess from 2009	1,715,122.			
b Excess from 2010	572,751.			
c Excess from 2011	301,447.			
d Excess from 2012	151,950.			
e Excess from 2013				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

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

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

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

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

a "Assets" alternative test - enter:
(1) Value of all assets

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

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

c "Support" alternative test - enter:

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

THE RODGERS FAMILY FOUNDATION, INC

Form 990-PF (2013)

C/O J. RUBENSTEIN, ESQ

13-6062852 Page 11

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
a Paid during the year				
SEE SCHEDULE ATTACHED	NONE	PUBLIC	SEE STATEMENT	275,000.
			TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.	
Total			3a	275,000.
b Approved for future payment				
NONE				
Total			3b	0.

Enter gross amounts unless otherwise indicated.

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

N/A

Part XVII

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

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

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

6/27/14
Date

▶ Treasurer
Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

DIANA MILLER

Preparer's signature

Diana Miller

Date _____

6/26/14

Check ☐ self-employed

PTIN

P01597612

Firm's name ► **WISS & COMPANY, LLP**

Firm's EIN ► 22-1732349

Firm's address ► 5 BARTLES CORNER ROAD
FLEMINGTON, NJ 08822

Phone no. 908-782-7300

Form **990-PF** (2013)

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - SEE SCHEDULE ATTACHED

TO AID DONEE ORGANIZATIONS TO CARRY OUT THEIR EXEMPT ACTIVITIES.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CITIBANK - MONEY MARKET	54.	54.	54.
CITIGROUP - MDA	434.	434.	434.
TOTAL TO PART I, LINE 3	488.	488.	488.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CITIBANK - OID	180.	0.	180.	180.	180.
CITIGROUP - CORP BONDS	13,925.	0.	13,925.	13,925.	13,925.
CITIGROUP - STOCK	187,519.	0.	187,519.	187,519.	187,519.
CITIGROUP - US TREASURY	658.	0.	658.	658.	658.
TO PART I, LINE 4	202,282.	0.	202,282.	202,282.	202,282.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP L.P.	16,665.	16,665.	0.
CAPITAL GAIN DISTRIBUTIONS	11,186.	11,186.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	27,851.	27,851.	0.

FORM 990-PF		LEGAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
LEGAL FEES	14,967.	3,742.	0.	11,225.		
TO FM 990-PF, PG 1, LN 16A	14,967.	3,742.	0.	11,225.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
ACCOUNTING FEES	10,680.	5,340.	0.	5,340.		
TO FORM 990-PF, PG 1, LN 16B	10,680.	5,340.	0.	5,340.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT ADVISORY FEES	53,684.	53,684.	0.	0.		
CUSTODIAL FEES	7,335.	7,335.	0.	0.		
TO FORM 990-PF, PG 1, LN 16C	61,019.	61,019.	0.	0.		

FORM 990-PF		TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FOREIGN TAXES PAID & FEES	6,702.	6,702.	0.	0.		
TO FORM 990-PF, PG 1, LN 18	6,702.	6,702.	0.	0.		

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

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	9
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US TREASURY BILL	X		999,889.	999,904.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			999,889.	999,904.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			999,889.	999,904.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	10
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCKS			5,643,778.	8,410,489.
TOTAL TO FORM 990-PF, PART II, LINE 10B			5,643,778.	8,410,489.

FORM 990-PF	CORPORATE BONDS		STATEMENT	11
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS			99,500.	110,740.
TOTAL TO FORM 990-PF, PART II, LINE 10C			99,500.	110,740.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 12
-------------	-------------------	--------------

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS	COST	218,131.	235,960.
TOTAL TO FORM 990-PF, PART II, LINE 13		218,131.	235,960.

Rodgers Family Foundation, Inc
Security Transactions
Year Ended December 31, 2013

<u>Security Name</u>	<u>#Shs/\$Val</u>	<u>Date Acq</u>	<u>Date Sold</u>	<u>Proceeds</u>	<u>Basis</u>	<u>Gain/Loss</u>	<u>LT/ST</u>
US Treasury Bill Due 2/14/13	500,000	8/13/12	02/14/13	499,633 00	499,633 00	-	ST
US Treasury (500,000 par)	500,000	3/11/13	9/12/13	499,709 00	499,709 00	-	ST
Total US Treasury				999,342 00	999,342.00	-	
American Express Cr Co 7 3%	100,000	4/24/09	08/20/13	100,000 00	100,060 00	(60 00)	LT
Total Corporate Bonds				100,000.00	100,060 00	(60 00)	
The India Fund Inc	0 6268	1/9/12	02/05/13	13 80	12 87	0 93	LT
Texas Instruments 1,000 shares	1,000	9/2/04	08/21/13	38,182 33	20,130 00	18,052 33	LT
Siemens A G - 100 shares	100	4/5/07	08/21/13	10,955 92	11,173 67	(217 75)	LT
Siemens A G - 300 shares	300	4/13/07	08/21/13	32,866 80	34,848 00	(1,981 20)	LT
Siemens A G - 100 shares	100	8/14/07	08/21/13	10,955 92	12,257 20	(1,301 28)	LT
Siemens A G - 200 shares	200	8/14/07	12/03/13	25,856 03	24,514 40	1,341 63	LT
Siemens A G				5,281 61	-	5,281 61	ST
Proctor & Gamble Co - 1,100 shares	1,100	2/15/05	08/21/13	87,479 16	58,905 00	28,574 16	LT
Nextera Energy Inc - 500 shares	500	6/2/06	08/21/13	40,480 69	20,389 35	20,091 34	LT
Nextera Energy Inc - 500 shares	500	6/2/06	12/03/13	42,023 46	20,389 35	21,634 11	LT
MetLife Inc - 1,000 shares	1,000	1/26/11	08/21/13	47,681 77	46,826 00	855 77	LT
Eli Lilly - 1,000 shares	1,000	3/18/09	08/21/13	52,661 58	32,109 30	20,552 28	LT
Illinois Tool Works - 1,000 shares	1,000	12/3/10	08/21/13	72,303 14	50,378 00	21,925 14	LT
Illinois Tool Works - 2,000 shares	2,000	12/3/10	12/03/13	156,064 08	100,756 00	55,308 08	LT
Honeywell Intl Inc - 500 shares	500	4/12/04	08/21/13	40,658 59	17,459 00	23,199 59	LT
Hess Corp - 500 shares	500	6/27/06	08/21/13	36,572 36	23,979 50	12,592 86	LT
Halliburton Co - 500 shares	500	3/8/13	08/21/13	23,520 19	20,819.10	2,701 09	ST
Halliburton Co - 2,000 shares	2,000	3/8/13	12/03/13	103,738 19	83,276 40	20,461 79	ST
FedEx Corp - 500 shares	500	1/21/07	08/21/13	54,094 00	59,609 00	(5,515 00)	LT
DuPont Co - 500 shares	500	11/28/05	08/21/13	28,685 65	21,472 65	7,213 00	LT
Chevron Corp - 500 shares	400	8/3/05	08/21/13	47,080 25	23,972 00	23,108 25	LT
	100	3/27/07	08/21/13	11,770 32	7,431 00	4,339 32	LT
Total Equities				968,925.84	690,707 79	278,218 05	
Total				2,068,267.84	1,790,109.79	278,158.05	
		S/T		1,131,881 99	1,103,437 50	28,444.49	
		L/T		936,385.85	686,672.29	249,713 56	

RODGERS FAMILY FOUNDATION, INC
SCHEDULE OF SECURITIES
DECEMBER 31, 2013

DATE ACQUIRED	SECURITY NAME	INV. BEG SHARES/VALUE	COST OR \$ VALUE	PURCHASES SHARES/VALUE	SALES SHARES/VALUE	SALES PROCEEDS	DATE SOLD	GAIN/LOSS	INV. END SHARES/VALUE	COMT	MARKET VALUE
11/17/93	PEPSICO INC	1,000	\$ 18,812.27						1,000 00	\$ 18,812.27	\$ 83,507.50
12/29/94	GENERAL ELECTRIC CO	2,400	20,427.56						2,400 00	20,427.56	67,800.00
02/01/01	COMCAST CORP	1,448 500	41,463.31						1,448 50	41,463.31	75,553.76
07/12/01	MICROSOFT CORP	2 500	80,937.50						2 500 00	80,937.50	93,535.00
11/29/01	MICROSOFT CORP	1,000	32,320.00						1,000 00	32,320.00	37,410.00
11/29/01	WALT DISNEY CO COM	1,000	20,170.74						1,000 00	20,170.74	77,260.00
02/05/02	GENERAL ELECTRIC CO	500	18,425.00						500 00	18,425.00	14,125.00
07/05/02	MICROSOFT CORP	400	12,674.00						400 00	12,674.00	14,964.00
07/12/02	GENERAL ELECTRIC CO	1 500	56,010.00						1 500 00	56,010.00	42,375.00
03/06/02	PEPSICO INC	1,000	50,960.00						1,000 00	50,960.00	83,507.50
08/19/02	MEDTRONIC INC	500	20,230.00						500 00	20,230.00	28,835.00
08/27/02	MICROSOFT CORP	600	15,849.00						600 00	15,849.00	22,446.00
10/04/02	KELLOGG CO	1,000	34,570.00						1,000 00	34,570.00	61,070.00
11/22/02	COMCAST CORP CL A	1,051 500	18,334.43						1,051 50	18,334.43	54,846.24
12/11/02	NEW MONT MINING CORP	1,000	28,940.00						1,000 00	28,940.00	23,030.00
02/28/03	GENERAL ELECTRIC CO	1 000	23 320 00						1 000 00	23 320 00	28 230 00
05/11/03	PRIZER INC	2 000	61 940 00						2 000 00	61 940 00	61 260 00
06/20/03	PRIZER INC	1 000	35 900 00						1 000 00	35 900 00	30 650 00
07/11/03	CISCO SYS INC	2 000	35 460 00						2 000 00	35 460 00	44 860 00
07/23/03	CISCO SYS INC	1 000	18 050 00						1 000 00	18 050 00	22 430 00
07/23/03	KELLOGG CO	500	17 135 00						500 00	17 135 00	30 335 00
07/23/03	MICROSOFT CORP	1 000	27 144 00						1 000 00	27 144 00	37 410 00
10/03/03	PEPSICO INC	500	23 575 00						500 00	23 575 00	41 753 75
10/09/03	UNITED TECHNOLOGIES CORP	500	23 770 00						500 00	23 770 00	113 800 00
10/28/03	PRIZER INC	1 000	41 315 00						1 000 00	41 315 00	113 800 00
10/28/03	UNITED TECHNOLOGIES CORP	1 000	30 990 00						1 000 00	30 990 00	70 650 00
11/24/03	GENERAL ELECTRIC CO	2 000	42 000 00						2 000 00	42 000 00	56 500 00
11/28/03	GENERAL ELECTRIC CO	2 000	59 000 00						2 000 00	59 000 00	74 820 00
12/05/03	MICROSOFT CORP	2 000	51 180 00						2 000 00	51 180 00	74 820 00
01/12/04	COMCAST CORP CL A	2 000	32 131 00						2 000 00	32 131 00	76 240 00
01/22/04	KELLOGG CO	1 500	34 135 00						1 500 00	34 135 00	30 555 00
03/16/04	MEDTRONIC INC	500	18 825 00						500 00	18 825 00	28 835 00
04/12/04	HONEYWELL INTL INC	500	25 150 00						500 00	25 150 00	45 685 00
04/12/04	MEDTRONIC INC	1 000	34 518 00						1 000 00	34 518 00	57 670 00
04/28/04	CISCO SYS INC	2 000	46 580 00						2 000 00	46 580 00	57 670 00
04/28/04	INTEL CORP	1 000	27 690 00						1 000 00	27 690 00	44 860 00
05/14/04	CISCO SYS INC	1 000	13 951 00						1 000 00	13 951 00	25 955 00
05/14/04	INTEL CORP	500	23 403 00						500 00	23 403 00	17 977 50
07/28/04	INTEL CORP	1 000	18 990 00						1 000 00	18 990 00	22 430 00
08/18/04	CISCO SYS INC	1 000	43 821.47						1 000 00	43 821.47	134 520.00
08/18/04	WALT DISNEY CO COM	2 000	43 821.47						2 000 00	43 821.47	31 910.00
08/18/04	INTEL CORP	1 000	43 821.47						1 000 00	43 821.47	31 910.00
09/02/04	TEXAS INSTRUMENTS INC	2 000	20 150 00						2 000 00	20 150 00	23 955 00
11/11/04	INTEL CORP	1 000	23 035 00						1 000 00	23 035 00	43 910.00
11/11/04	TEXAS INSTRUMENTS INC	1 000	24 110 00						1 000 00	24 110 00	22 430.00
12/06/04	CISCO SYS INC	1 000	19 480 00						1 000 00	19 480 00	22 430.00
BALANCE	FORWARD		1,500,033.30			78,840.92		41,251.92		1,462,444.38	2,277,805.00

RODGERS FAMILY FOUNDATION INC
SCHEDULE OF SECURITIES
DECEMBER 31, 2013

DATE ACQUIRED	SECURITY NAME	SHARES VALUE	COST 1 VALUE	PURCHASES ADJUSTABLE	PURCHASES COST	SALES ADJUSTABLE	SALES PROCEEDS	DATE SOLD	GAIN/LOSS	ADJUSTABLE	COST	MARKET VALUE
12/21/04	INTEL CORP	1,000	23,440.00									
02/13/05	PROCTER & GAMBLE CO	1,300	80,322.00									23,935.00
02/23/05	NESTLE SA SPONSORED ADR	1,000	27,620.00									32,364.00
02/23/05	PROCTER & GAMBLE CO	300	26,950.00									73,424.40
04/06/05	WEYERHAEUSER CO	2,344	88,119.76									40,703.00
04/07/05	PROCTER & GAMBLE CO	1,000	54,870.00									88,119.76
08/03/05	CHEVRON CORP	400	23,972.00									81,410.00
09/11/05	JOHNSON & JOHNSON	500	32,198.75									43,795.00
09/21/05	NESTLE SA SPONSORED ADR	1,250	36,400.00									91,780.30
11/23/05	GENERAL ELECTRIC CO	1,000	33,790.00									28,230.00
11/28/05	DUPONT ELIDENEMOURS & CO	2,000	83,890.60									97,435.00
03/28/06	DUPONT ELIDENEMOURS & CO	1,000	43,350.00									64,970.00
04/24/06	PRIZER INC	1,000	24,830.00									43,350.00
06/07/06	NEXTERA ENERGY INC	1,000	40,778.70									30,630.00
06/07/06	NEXTERA ENERGY INC	1,250	37,925.00									30,630.00
06/27/06	NESTLE SA SPONSORED ADR	1,000	47,559.00									91,780.30
06/27/06	HESSE CORP	1,000	59,768.00									41,500.00
07/26/06	JOHNSON & JOHNSON	1,022	30,440.00									23,979.30
07/26/06	WEYERHAEUSER CO	1,000	43,230.00									59,768.00
07/26/06	NEXTERA ENERGY INC	1,000	25,240.00									32,264.54
07/26/06	PRIZER INC	1,000	46,660.00									43,230.00
09/12/06	UNILEVER NV NY SHS	2,000	47,660.00									30,630.00
12/04/06	PRIZER INC	1,000	24,440.00									80,460.00
01/21/07	FEDEX CORP	500	39,609.00									47,660.00
03/01/07	GENERAL ELECTRIC CORP	1,000	34,990.00									28,230.00
03/01/07	MEDTRONIC INC	1,000	30,701.00									57,670.00
03/27/07	CHEVRON CORP	500	37,155.00									29,724.00
03/27/07	HESSE CORP	1,000	56,997.00									56,997.00
04/03/07	NOVARTIS AG SPONS ADR	100	11,173.67									83,000.00
04/13/07	SIEMENS AG SPONS ADR	300	34,848.00									56,660.00
04/13/07	SIEMENS AG SPONS ADR	300	34,848.00									56,660.00
04/13/07	WEYERHAEUSER CO	566	21,037.54									24,440.00
04/13/07	NOVARTIS AG SPONS ADR	1,000	56,422.00									34,990.00
08/07/07	INDIA PD INC	50	2,013.59									28,230.00
08/14/07	FEDEX CORP	300	32,465.01									57,670.00
08/14/07	PROCTER & GAMBLE COMPANY	500	31,873.00									49,964.00
08/14/07	SIEMENS AG SPONS ADR	300	61,286.00									83,000.00
09/04/07	FEDEX CORP	700	22,144.00									80,380.00
09/20/07	NEW MONT MINING CORP	1,000	47,893.00									56,422.00
02/26/08	FEDEX CORP	300	45,609.00									80,380.00
02/26/08	MEDTRONIC INC	1,000	30,085.00									57,670.00
03/25/08	GOOGLE INC	200	90,831.98									71,960.00
07/23/08	HONEYWELL INTL INC	2,000	104,916.00									50,882.00
10/29/08	FREEMONT MCMORAN COPPER & GOLD	1,000	15,083.00									22,144.00
11/04/08	FREEMONT MCMORAN COPPER & GOLD	1,000	15,083.00									90,831.98
11/04/08	JOHNSON & JOHNSON	1,000	61,386.60									104,916.00
11/04/08	SCHLUMBERGER LTD	1,000	31,879.00									189,740.00
BALANCE	FORWARD		3,341,103.00									224,142.00
												189,740.00
												37,740.00
												37,740.00
												91,390.00
												30,422.50
												4,891,980.76

RODGERS FAMILY FOUNDATION, INC.
SCHEDULE OF SECURITIES
DECEMBER 31, 2013

<u>DATE</u> <u>ACQUIRED</u>	<u>SECURITY NAME</u>	<u>INV. BEG</u> <u>SHARE VALUE</u>	<u>COST OR</u> <u>\$ VALUE</u>	<u>PURCHASES</u> <u>SHARE VALUE</u>	<u>PURCHASES</u> <u>COST</u>	<u>SALES</u> <u>SHARE VALUE</u>	<u>SALES</u> <u>PROCEEDS</u>	<u>DATE</u> <u>SOLD</u>	<u>GAIN OR</u> <u>LOSS</u>	<u>INV. END</u> <u>SHARE VALUE</u>	<u>COST</u>	<u>MARKET</u> <u>VALUE</u>
11/14/08	SCHLUMBERGER LTD	500	25,931.00							500.00	25,931.00	45,211.23
01/27/09	GOOGLE INC	100	33,299.30							100.00	33,299.30	112,071.00
02/17/09	SPDR GOLD TRUST GLD SHS	300	46,198.00							300.00	46,198.00	58,060.00
03/12/09	INDIA FD INC	1,350	23,837.00							1,350.00	23,837.00	28,986.23
03/18/09	SPDR GOLD TRUST GLD SHS	500	45,984.00							500.00	45,984.00	58,060.00
03/18/09	ELLI LILLY & CO	2,000	64,218.60			1,000	51,661.58	08/21/13	20,552.28	1,000.00	32,109.30	51,000.00
04/24/09	AMER EXPRESS CR TO 7.10% DUB 8/7/013	\$100M	100,000.00				100,000.00	08/20/13	(60.00)			
04/24/09	FIDEX CORP	500	28,233.00								28,233.00	71,960.00
07/24/09	ELLI LILLY & CO	1,000	34,709.70							1,000.00	34,709.70	51,000.00
07/24/09	NOVARTIS AG ADR	1,000	44,177.50							1,000.00	44,177.50	80,380.00
02/19/10	PROCTER & GAMBLE CO	500	31,738.10							500.00	31,738.10	40,705.00
02/19/10	SCHLUMBERGER LTD	500	31,848.10							500.00	31,848.10	45,211.25
02/19/10	SIEMENS AG SPON ADR	300	26,568.96							300.00	26,568.96	41,533.00
03/17/10	CHRYSLER CORP	1,000	74,727.50							1,000.00	74,727.50	124,910.00
08/17/10	ABB LTD SPONS ADR	2,000	39,437.40							2,000.00	39,437.40	53,120.00
08/17/10	INDIA FD INC	600	19,802.34							600.00	19,802.34	24,882.77
08/17/10	SCHLUMBERGER LTD	500	20,244.25							500.00	20,244.25	45,211.25
08/17/10	SIEMENS AG SPON ADR	700	19,609.40							700.00	19,609.40	27,702.00
09/24/10	ADORE SYSTEMS INC	1,000	26,699.10							1,000.00	26,699.10	59,879.00
09/24/10	WEYERHAEUSER CO	3,868	30,931.36							3,868.00	30,931.36	122,112.76
11/16/10	UNILEVER NV NY SHS	1,000	29,778.00							1,000.00	29,778.00	40,230.00
12/03/10	ILLINOIS TOOL WORKS INC	3,000	151,134.00			1,000	72,303.14	08/21/13	21,923.14			
				2,000			156,064.08	12/03/13	55,308.08			
12/06/10	MICROSOFT CORP (P)	500	12,933.00							500.00	12,933.00	18,705.00
12/06/10	INTEL CORP (D)	300	12,370.00							300.00	12,370.00	12,977.50
12/06/10	GENERAL ELECTRIC CO (D)	600	17,676.00							600.00	17,676.00	16,950.00
12/06/10	CHRYSLER CORP (D)	100	6,431.00							100.00	6,431.00	8,141.00
12/06/10	PROCTER & GAMBLE CO (D)	100	5,698.00							100.00	5,698.00	
01/26/11	METLIFE INC	1,000	46,826.00									
02/21/11	AT&T INC	500	23,974.00			1,000	47,681.77	08/21/13	835.77			
02/21/11	ANHEUSER-BUSCH INBEV SPONS ADR	2,500	73,724.00							2,500.00	73,724.00	26,960.00
04/26/11	ANHEUSER-BUSCH INBEV SPONS ADR	1,000	61,758.00							1,000.00	61,758.00	87,900.00
06/06/11	FLANN EXPLORATION 6 62% 3/1/21	500	31,273.00							500.00	31,273.00	106,460.00
06/06/11	ANHEUSER-BUSCH INBEV SPONS ADR	100,000	99,500.00							100,000.00	99,500.00	53,230.00
06/21/11	ANHEUSER-BUSCH INBEV SPONS ADR	500	28,859.00							500.00	28,859.00	110,740.36
06/21/11	BLACKSTONE GROUP LP UT REPTG LTD FTSP	5,000	82,890.00				8,260.00			5,000.00	82,890.00	53,230.00
06/21/11	CERE CLARION GLOBAL REAL ESTATE INCOME FD	7,000	57,527.40		13,723.00					7,000.00	57,527.40	157,500.00
BALANCE	FORWARD		5,061,724.01		13,723.00		949,913.66		254,394.24		4,380,527.59	6,782,551.87

RODGERS FAMILY FOUNDATION, INC
SCHEDULE OF SECURITIES
DECEMBER 31, 2013

DATE ACQUIRED	SECURITY NAME	INV BEG SHARE VALUE	COST OR \$ VALUE	PURCHASES SHARES VALUE	PURCHASES COST	SALES SHARES VALUE	SALES PROCEEDS	DATE SOLD	GAIN OR LOSS	INV END SHARES VALUE	COST	MARKET VALUE
06/21/11	METLIFE INC	100	20,810 00							100 00	20,810 00	26,960 00
06/22/11	3M COMPANY	1,000	93,634 70							1,000 00	93,634 70	140,230 00
07/21/11	BLACKSTONE GROUP LP UT REPSTG LTD PTSP	2,000	33,596 00							2,000 00	33,596 00	63,000 00
01/09/12	ADOBE SYSTEMS INC	1,000	28,677 20							1,000 00	28,677 20	35,879 00
01/09/12	INDIA PD INC	1,000	20,526 30							1,000 00	21,477 75	21,477 75
01/09/12	AMGEN INC COM	1,000	67,238 00							1,000 00	67,238 00	114,080 00
01/09/12	AT&T INC	100	15,098 00							100 00	15,098 00	17,580 00
01/09/12	ABB LTD SPONS ADR	1,000	20,219 90							1,000 00	20,219 90	26,560 00
02/14/12	APACHE CORP	1,000	107,186 50							1,000 00	107,186 50	83,940 00
02/21/12	EMERSON ELECTRIC COM	2,000	104,011 40							2,000 00	104,011 40	140,360 00
02/24/12	TEXAS INSTRUMENTS COM	1,000	33,598 00							1,000 00	33,598 00	43,910 00
08/10/12	BLACKSTONE GROUP LP UT REPSTG LTD PTSP	3,000	41,094 10							3,000 00	40,498 10	94,500 00
08/10/12	CONOCOPHILIPS	2,000	113,932 00							2,000 00	113,932 00	141,300 00
08/10/12	FREEMONT MCMORAN COPPER & GOLD	1,000	36,398 30							1,000 00	36,398 30	37,740 00
08/10/12	METLIFE INC	1,000	34,906 90							1,000 00	34,906 90	53,920 00
08/13/12	US TREASURY BILLS DUE 2/14/13	\$500M	499,633 00			\$500M	499,633 00	02/18/13	0 00	-	51,786 80	61,070 00
10/29/12	KELLOGG CO	1,000	79,371 00							1,000 00	79,371 00	80,690 00
03/08/13	STANLEY BLACK & DECKER (1,000 @ \$79 371)	2,500	104,093 50			500	23,520 19	08/21/13	2,701 09	-	-	-
03/08/13	HALLIBURTON CO (2,500 @ \$41 6382)					2,000	103,738 19	12/03/13	20,461 79	-	-	-
03/08/13	HALLIBURTON CO (2,500 @ \$41 6382)					500,000	499,709 00	09/12/13	0 00	-	-	-
03/11/13	US TREASURY (300,000 par)									1,000 00	81,389 90	80,690 00
07/11/13	STANLEY BLACK & DECKER (1,000 @ \$81 3899)	1,000	81,389 90							1,000 00	81,389 90	80,690 00
07/11/13	SIEMENS AG (900 @ \$106 3773)	300	31,913 19							300 00	31,913 19	41,513 00
07/11/13	SCHLUMBERGER LTD (500 @ \$76 297)	500	38,148 50							500 00	38,148 50	45,211 25
07/11/13	FREEMONT MCMORAN COPPER (2,000 @ \$28 4466)	2,000	56,893 20							2,000 00	56,893 20	75,480 00
07/11/13	EMERSON ELECTRIC COM (1,000 @ \$57 678)	1,000	57,678 00							1,000 00	57,678 00	70,180 00
07/11/13	APACHE CORP (500 @ \$81 12)	500	40,560 00							500 00	40,560 00	43,970 00
08/26/13	US TREASURY (500,000 par) CUSIP 912796CA5	500,000	499,948 12							500,000 00	499,948 12	499,980 47
09/23/13	US TREASURY (500,000 par) CUSIP 912796CE7	500,000	499,940 75							500,000 00	499,940 75	499,924 00
10/11/13	PHILIPS 66 (2,000 @ \$9 8477)	2,000	119,693 40							2,000 00	119,693 40	134,260 00
12/03/13	APPLE INC (150 @ \$64 7382)	150	84,641 73							150 00	84,641 73	84,133 00
12/10/13	ABBVIE INC	1,000	78,445 35							1,000 00	78,445 35	79,215 00
12/10/13	DREHER & CO	1,000	88,047 00							1,000 00	88,047 00	91,320 00
TOTAL												
			\$ 6,383,813.11	\$ 2,379,394.76	\$ 2,080,047.84	\$ 278,158.05	\$ 6,961,298.08	\$ 9,757,094.54				

RODGERS FAMILY FOUNDATION, INC
CONTRIBUTIONS PAID
YEAR ENDED DECEMBER 31, 2013

ASPCA Founder's Society Gift Processing Center PO Box 96929 Washington, DC 20077-7127	MRG	\$ 750 00
Community Center of Northern Westchester 84 Bedford Road Katonah, NY 10536	LRE	5,000 00
Community Shul of Montecito & Santa Barbara PO Box 994 Santa Barbara, CA 93116-0994	LRE	10,000 00
Compassion & Choices P O Box 101810 Denver, CO 80250-1810	LRE	50,000 00
Corporate Angel Network One Loop Road Westchester County Airport White Plains, NY 10604	LRE	6,000 00
Division of Geriatrics & Palliative Care at NY Hospital 525 East 68th Street Box 39 New York, NY 10065	LRE	25,000 00
Dream Yard Project, Inc 1085 Washington Avenue Bronx, NY 10456	MRG	1,000 00
Early Diagnosis & Treatment Research Foundation 37 West 69th Street New York, NY 10023	MRG	25,000 00
East End Hospice, Inc PO Box 1048 Westhampton Beach, NY 11978	MRG	500 00
Gay Men's Health Crisis, Inc 446 West 33rd Street New York , NY 10001-2601	MRG	750 00
Hospital for Special Surgery 535 East 70th Street New York , NY 10021	LRE	1,000 00
Israel Committee of Santa Barbara 1187 Coast Village Road Suite 1432 Montecito, CA 93108	LRE	6,000 00
Katonah Bedford Hills Volunteer Ambulance Corp PO Box 43 Katonah, NY 10536	LRE	1,000 00

RODGERS FAMILY FOUNDATION, INC
CONTRIBUTIONS PAID
YEAR ENDED DECEMBER 31, 2013

Katonah Fire Department 65 Bedford Road Bedford, NY 10536	LRE	2,000 00
Katonah Village Library 26 Bedford Road Katonah, NY 10536	LRE	1,000 00
Lincoln Center for the Performing Arts, Inc 70 Lincoln Center Plaza, 9th floor New York, NY 10023-6583	MRG	5,000 00
Mint Theater Company 311 West 43rd Street, Suite 307 New York, NY 10036	MRG	500 00
Northern Westchester Hospital Center 400 E Main Street Mt Kisco, NY 10549	LRE	5,000 00
NYLAG - Mobile Legal Help Center 450 West 33rd Street New York, NY 10001-2603	LRE	10,000 00
PBA of the Town of Bedford 307 Bedford Road Katonah, NY 10536	LRE	1,000 00
Phillips Exeter Academy 20 Main Street Exeter, New Hampshire 03833	MRG	5,000 00
Signature Theatre, Development Department 480 West 42nd Street New York, NY 10036	MRG	1,000 00
Southern Poverty Law Center 400 Washington Ave Montgomery, AL 36104	LRE	1,000 00
Southampton Animal Shelter Foundation 102 Old Riverhead Road Hampton Bays, NY 11946	MRG	500 00
Symphony Space 2537 Broadway at 95th Street New York, NY 10025-6990	MRG	5,000 00
The Brearly School Annual Fund 610 East 83rd Street New York, NY 10128	LRE	1,000 00

RODGERS FAMILY FOUNDATION, INC
CONTRIBUTIONS PAID
YEAR ENDED DECEMBER 31, 2013

The Juilliard School 60 Lincoln Center New York, NY 10023-6588	MRG	74,622 00
The New York Public Library - The Conservators Prgm Fifth Avenue & 42nd Street, Room 73 New York, NY 10018	MRG	1,500 00
The Wartburg Foundation - Community Foundation Office One Wartburg Place Mount Vernon, NY 10552	LRE	1,000 00
Thirteen - WNET Patron Program 450 West 33rd Street New York, NY 10001-2605	LRE	20,000 00
Trustees of Phillips Academy PO Box 55557 Boston, MA 02205-8166	MRG	1,778 00
UNC-Chapel Hill, Office of University Development PO Box 309 Chapel Hill, NC 27514-0309	MRG	500 00
VNSNY Development Department 107 East 70th Street New York, NY 10021	MRG	1,000 00
Walter W Naumburg Foundation 120 Claremont Avenue New York, NY 10027	MRG	100 00
Westchester Coalition for the Hungry and Homeless 48 Mamaroneck Avenue Ste 35/37 White Plains, NY 10601	LRE	2,000 00
WLIW21 PO Box 2100 New York, NY 10116-2100	MRG	500 00
Wolf Conservation Center PO Box 421 South Salem, NY 10590	LRE	2,000 00
Total Contributions		<u><u>\$275,000 00</u></u>

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

Department of the Treasury
Internal Revenue Service

- **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

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

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

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

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

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

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

		Enter filer's identifying number
Type or print File by the due date for filing your return. See instructions	Name of exempt organization or other filer, see instructions THE RODGERS FAMILY FOUNDATION, INC C/O J. RUBENSTEIN, ESQ	Employer identification number (EIN) or 13-6062852
	Number, street, and room or suite no. If a P.O. box, see instructions 575 MADISON AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions NEW YORK, NY 10022-2585	

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

04

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

WISS & COMPANY, LLP

- The books are in the care of ► **5 BARTLES CORNER ROAD - FLEMINGTON, NJ 08822**

Telephone No ► **908-782-7300**

Fax No ► **908-782-8904**

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
► ☒ calendar year **2013** or
► ☐ tax year beginning _____, and ending _____.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	9,033.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	12,486.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

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