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.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation
THE ROSAMOND GIFFORD CHARITABLE CORPORATION

A Employer identification number
15-0572881

Number and street (or P O box number if mail is not delivered to street address)
100 CLINTON SQUARE, 126 N. SALINA STREE

Room/suite
3RD FL

B Telephone number
315-474-2489

City or town, state or province, country, and ZIP or foreign postal code
SYRACUSE, NY 13202

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 22,169,261.

J Accounting method ☐ Cash [X] Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

		(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	195,227.		N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	512.	512.		STATEMENT 1
	4 Dividends and interest from securities	386,059.	386,059.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	687,140.			
	b Gross sales price for all assets on line 6a 2,927,760.				
	7 Capital gain net income (from Part IV, line 2)		687,140.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income				
	12 Total. Add lines 1 through 11	1,268,938.	1,073,711.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	117,500.	82,250.		5,851.
	14 Other employee salaries and wages	256,297.	0.		273,780.
	15 Pension plans, employee benefits	86,876.	0.		86,876.
	16a Legal fees STMT 3	572.	0.		572.
	b Accounting fees STMT 4	36,533.	0.		34,875.
	c Other professional fees STMT 5	68,567.	63,435.		5,132.
	17 Interest				
	18 Taxes STMT 6	75,515.	20,082.		22,963.
	19 Depreciation and depletion				
	20 Occupancy	60,820.	0.		60,770.
	21 Travel, conferences, and meetings	23,030.	0.		23,185.
	22 Printing and publications				
	23 Other expenses STMT 7	239,624.	12,921.		198,147.
	24 Total operating and administrative expenses Add lines 13 through 23	965,334.	178,688.		712,151.
	25 Contributions, gifts, grants paid	816,253.			751,291.
	26 Total expenses and disbursements. Add lines 24 and 25	1,781,587.	178,688.		1,463,442.
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-512,649.			
	b Net investment income (if negative, enter -0-)		895,023.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	17,588.	112,964.	112,964.
	2	Savings and temporary cash investments	372,136.	378,522.	378,521.
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶	8,000.		
	5	Grants receivable	35,099.	40,152.	40,152.
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ 5,075.			
		Less allowance for doubtful accounts ▶ 0.	11,129.	5,075.	5,075.
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,650.	18,950.	18,950.
	10a	Investments - U S and state government obligations			
	b	Investments - corporate stock STMT 9	5,897,634.	7,391,943.	7,391,943.
	c	Investments - corporate bonds STMT 10	4,713,693.	4,534,704.	4,534,704.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 11	9,111,690.	9,686,952.	9,686,952.
	14	Land, buildings, and equipment basis ▶ 138,621.			
		Less accumulated depreciation STMT 12 ▶ 138,621.			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	20,168,619.	22,169,262.	22,169,261.
Liabilities	17	Accounts payable and accrued expenses	84,806.	119,753.	
	18	Grants payable	153,805.	228,768.	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶ STATEMENT 13)	51,439.	52,760.	
	23	Total liabilities (add lines 17 through 22)	290,050.	401,281.	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	14,794,569.	16,683,981.	
	25	Temporarily restricted			
	26	Permanently restricted	5,084,000.	5,084,000.	
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances	19,878,569.	21,767,981.	
	31	Total liabilities and net assets/fund balances	20,168,619.	22,169,262.	

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	19,878,569.
2	Enter amount from Part I, line 27a	2	-512,649.
3	Other increases not included in line 2 (itemize) ▶ NET UNREALIZED GAIN ON INVESTMENTS	3	2,402,061.
4	Add lines 1, 2, and 3	4	21,767,981.
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	21,767,981.

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	PUBLICALLY TRADED SECURITIES	P		
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	2,927,760.		2,240,620.	687,140.
b				
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				687,140.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	687,140.
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	1,458,081.	19,504,065.	.074758
2011	1,512,487.	20,150,430.	.075060
2010	2,289,178.	19,517,195.	.117290
2009	2,386,747.	18,188,625.	.131222
2008	2,735,278.	23,462,844.	.116579

2 Total of line 1, column (d)	2	.514909
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	.102982
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	20,818,632.
5 Multiply line 4 by line 3	5	2,143,944.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	8,950.
7 Add lines 5 and 6	7	2,152,894.
8 Enter qualifying distributions from Part XII, line 4	8	1,463,442.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ (attach copy of letter if necessary-see instructions) b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		1	17,900.
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	17,900.
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	17,900.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 29,211.		
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	29,211.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	11,311.
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 11,311.	Refunded ▶	11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ 0. (2) On foundation managers ▶ $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
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	X	
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) ▶ 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*	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

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

			Yes	No
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 ▶ WWW.GIFFORDFOUNDATION.ORG

14 The books are in care of ▶ JOHN LORENCE Telephone no ▶315-474-2489
Located at ▶100 CLINTON SQUARE,126 N. SALINA STREET,3RD FLOOR ZIP+4 ▶13202

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

			Yes	No
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		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes [X] No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes [X] No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes [X] No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes [X] No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes [X] No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes [X] 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes [X] No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes [X] 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.)*	N/A	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 — **5b**

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** — No: X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ 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 14		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
DIRK SONNEBORN - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	EXEC. DIRECTOR 40.00	127,160.	11,750.	10,251.
HEIDI J HOLTZ - 100 CLINTON SQUARE, 126 N. SALINA STREET, SYRACUSE, NY	PROG DIRECTOR 40.00	69,327.	6,933.	0.
LINDSAY MCCLUNG - 100 CLINTON SQUARE, 126 N. SALINA STREET,	DIRECTOR OF GRANT MAKING 40.00	59,231.	5,923.	0.

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 SEE STATEMENT 15	59,350.
2 SEE STATEMENT 16	265,038.
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	21,038,446.
b	Average of monthly cash balances		1b	97,221.
c	Fair market value of all other assets		1c	
d	**Total** (add lines 1a, b, and c)		1d	21,135,667.
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	21,135,667.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	317,035.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	20,818,632.
6	**Minimum investment return** Enter 5% of line 5		6	1,040,932.

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

1	Minimum investment return from Part X, line 6		1	1,040,932.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 17,900.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b 3,700.		
c	Add lines 2a and 2b		2c	21,600.
3	Distributable amount before adjustments Subtract line 2c from line 1		3	1,019,332.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,019,332.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	1,019,332.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,463,442.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,463,442.
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	1,463,442.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,019,332.
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 1,580,366.				
b From 2009 1,481,870.				
c From 2010 1,337,440.				
d From 2011 520,454.				
e From 2012 522,176.				
f Total of lines 3a through e	5,442,306.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,463,442.				
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				1,019,332.
e Remaining amount distributed out of corpus	444,110.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	5,886,416.			
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	1,580,366.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	4,306,050.			
10 Analysis of line 9				
a Excess from 2009 1,481,870.				
b Excess from 2010 1,337,440.				
c Excess from 2011 520,454.				
d Excess from 2012 522,176.				
e Excess from 2013 444,110.				

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)

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

DIRK SONNEBORN, THE ROSAMOND GIFFORD CHARITABLE CORP., 315-474-2489
100 CLINTON SQUARE 3RD FLOOR, SYRACUSE, NY 13202

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

MINIMUM INFORMATION SHEET PROVIDED BY THE CORPORATION.

c Any submission deadlines

NONE

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

NO RESTRICTIONS.

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 ATTACHED STATEMENT XV 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	VARIOUS	751,291.
Total			▶ 3a	751,291.
b *Approved for future payment*				
ADVANS 3 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	BUILDING ORGANIZATIONAL CAPACITY	153,767.
BOYS & GIRLS CLUB 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	TEEN PROGRAMMING ROOM	15,000.
DUNBAR ASSOC 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	ENDOWMENT FUND	15,000.
Total	SEE CONTINUATION SHEET(S)		▶ 3b	193,767.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion 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			14	512.	
4 Dividends and interest from securities			14	386,059.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	687,140.	
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.		1,073,711.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,073,711.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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: [signature] Date: 9.17.2014 Title: PRESIDENT

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PAULA D. DECKMAN	Paula D Deckman CPA	09/10/14		P00087828

Firm's name ▶ TESTONE, MARSHALL & DISCENZA, LLP — Firm's EIN ▶ 16-1076996

Firm's address ▶ THE FOUNDRY 432 NORTH FRANKLIN ST. SYRACUSE, NY 13204 — Phone no 315-476-4004

323622
10-10-13

THE ROSAMOND GIFFORD CHARITABLE CORPORATION 15-0572881

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
SCSD 100 CLINTON SQUARE SYRACUSE, NY 13202	NONE	EXEMPT	BUILDING MEN PROGRAM	10,000.
Total from continuation sheets				10,000.

323635
05-01-13

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
COLONIAL ALLIANCE - MONEY MARKET	160.	160.	
NBT - CHECKING	352.	352.	
TOTAL TO PART I, LINE 3	512.	512.	

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
COLONIAL ALLIANCE - FUND INCOME	386,059.	0.	386,059.	386,059.	
TO PART I, LINE 4	386,059.	0.	386,059.	386,059.	

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	572.	0.		572.
TO FM 990-PF, PG 1, LN 16A	572.	0.		572.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	36,533.	0.		34,875.
TO FORM 990-PF, PG 1, LN 16B	36,533.	0.		34,875.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	63,435.	63,435.		0.
CONSULTANTS	5,132.	0.		5,132.
TO FORM 990-PF, PG 1, LN 16C	68,567.	63,435.		5,132.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	28,703.	6,719.		22,963.
FEDERAL EXCISE TAXES/FOREIGN TAXES	45,337.	11,888.		0.
NYS FILING FEE	775.	775.		0.
NYS INCOME TAX	700.	700.		0.
TO FORM 990-PF, PG 1, LN 18	75,515.	20,082.		22,963.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ANNUAL REPORT AND OTHER	5,144.	0.		1,644.
SUPPLIES AND POSTAGE	8,854.	6,198.		3,474.
TELEPHONE	9,604.	6,723.		3,115.
DUES & SUBSCRIPTIONS	9,755.	0.		9,836.
INSURANCE	8,749.	0.		7,803.
MEETINGS	14,332.	0.		14,046.
MAINTENANCE	24,476.	0.		24,476.
CONTRACTUAL EXPENSES	158,710.	0.		141,561.
COMMUNITY EVENTS	0.	0.		-7,808.
TO FORM 990-PF, PG 1, LN 23	239,624.	12,921.		198,147.

FOOTNOTES STATEMENT 8

CONTROLLED FOREIGN PARTNERSHIP REPORTING

THE TAXPAYER WAS REQUIRED TO FILE FORM 8865, BUT IS NOT DOING SO UNDER THE CONSTRUCTIVE OWNERS EXCEPTION. THE TAXPAYER HAS AN INTEREST IN THE FOLLOWING ENTITY WHICH FILED A CONSTRUCTIVE OWNERS EXCEPTION:

FPA MULTI-ADVISOR FUND, LP
11400 WEST OLYMPIC BLVD, SUITE 1200
LOS ANGELES, CA 90064

THAT PARTNERSHIP HAS A DIRECT PARTNERSHIP INTEREST IN THE FOLLOWING WHICH FILED FORM 8865:

NORTH RUN QUALIFIED PARTNERS, LP
ONE INTERNATIONAL PLACE, SUITE 2401
BOSTON, MA 02110

THE TAXPAYER WOULD HAVE HAD TO FILE FORM 8865 FOR ITS INDIRECT OWNERSHIP IN THE FUND LISTED BELOW BUT FOR THIS EXCEPTION.

NORTH RUN MASTER FUND, LP
C/O WALKERS SPV LIMITED
PO BOX 908GT
GRAND CAYMAN, CAYMAN ISLANDS

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
AFFILIATED MANAGERS GROUP	34,701.	34,701.
ALERE INC	117,940.	117,940.
ALIGN TECHNOLOGY, INC	25,827.	25,827.
ALLEGHANY CORPORATION	73,993.	73,993.
AMETEK, INC	32,339.	32,339.
AMPHENOL CORP	32,907.	32,907.
ANSYS INC COM	29,822.	29,822.
CATAMARAN CORP	16,944.	16,944.
CEMER CORP	35,897.	35,897.
CH ROBINSON WORLDWIDE INC	0.	0.
CHIPOTLE MEXICAN GRILL CL A	30,901.	30,901.
CHURCH & DWIGHT CO INC	24,391.	24,391.
CIBER INC	25,006.	25,006.
CITRIX SYSTEMS INC	13,030.	13,030.
CLEAN HARBORS INC	0.	0.
COACH INC	0.	0.
COGNIZANT TECHNOLOGY SOLUTIONS CORP	39,281.	39,281.
CONCHO RESOURCES INC	27,324.	27,324.
COPART INC	24,629.	24,629.
CR BARD INC	19,421.	19,421.
DENTSPLY INTERNATIONAL	0.	0.
DEVON ENERGY CORP	57,477.	57,477.
DFA US S/C VALUE-SMALL CAP MUTUAL FUNDS	681,850.	681,850.
DICK'S SPORTING GOODS INC	30,967.	30,967.
DTS INC	0.	0.
E*TRADE FINANCIAL CORP	0.	0.
EAST WEST BANCORP INC	29,725.	29,725.
EDWARDS LIFESCIENCES CORP	0.	0.
ENCANA CORP	60,449.	60,449.
ENDEAVOUR INTERNATIONAL CORP	66,575.	66,575.
F5 NETWORKS INC	0.	0.
FACTSET RESEARCH SYSTEMS COM	11,944.	11,944.
FASTENAL CO	18,101.	18,101.
FIDELITY NATIONAL FINL INC NEW	0.	0.
FISERV INC	32,005.	32,005.
FMC TECHNOLOGIES INC	0.	0.
GENESEE & WYOMING INC-CL A	20,267.	20,267.
HEDGE FUNDS	960,783.	960,783.
HOWARD HUGHES CORP	91,636.	91,636.
IDEX CORP	26,881.	26,881.
IDEXX LABORATORIES INC	0.	0.
IHS INC-CLASS A	28,249.	28,249.
INTERCONTINENTAL EXCHANGE GROUP INC	31,489.	31,489.
INTERPUBLIC GROUP OF COS INC	0.	0.
INTUIT	28,773.	28,773.
ISTAR FINANCIAL INC	83,908.	83,908.
JM SMUCKER CO/THE-NEW COM	22,589.	22,589.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 12

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
VISUAL BOARD	1,217.	1,217.	0.
CONFERENCE TABLE	5,908.	5,908.	0.
14 CHAIRS	6,981.	6,981.	0.
STICKLEY FURNITURE	9,705.	9,705.	0.
COMPUTER SYSTEM	12,980.	12,980.	0.
COMPUTERS	2,500.	2,500.	0.
5 LATERAL FILES	3,370.	3,370.	0.
STICKLEY FURNITURE	2,000.	2,000.	0.
HURBSON CHAIR	100.	100.	0.
COMPUTERS	8,738.	8,738.	0.
STICKLEY FURNITURE	6,883.	6,883.	0.
STICKLEY FURNITURE	8,491.	8,491.	0.
SOLVAY GLASS	228.	228.	0.
STICKLEY FURNITURE	593.	593.	0.
HURBSON CHAIR	380.	380.	0.
PHONE SYSTEM	3,906.	3,906.	0.
STICKLEY FURNITURE	3,547.	3,547.	0.
STICKLEY FURNITURE	1,944.	1,944.	0.
SOLVAY GLASS - GLASS TOP	168.	168.	0.
SOLVAY GLASS - CONF TABLE	471.	471.	0.
LAPTOP COMPUTER	2,376.	2,376.	0.
COMPUTER - DELL PC	1,057.	1,057.	0.
KITCHEN CABINETS/PLUMBING	4,800.	4,800.	0.
DELL SERVER, BACKUP	4,896.	4,896.	0.
DELL DESKTOP	1,250.	1,250.	0.
INSPIRON LAPTOP	2,150.	2,150.	0.
COMPUTER HARDWARE NETWORKING	547.	547.	0.
STEVENS BRIAN	1,510.	1,510.	0.
STEVENS JOANNE	1,999.	1,999.	0.
STEVENS DEPOSIT ON CONFERENCE TABLE	9,268.	9,268.	0.
XP UPGRADE	1,735.	1,735.	0.
XP UPGRADE SERVER SETUP, PC, LAPTOP	2,125.	2,125.	0.
STEVENS RECEPTION FURNITURE, CONFERENCE TABLE, ETC	12,486.	12,486.	0.
MICROEDGE	12,312.	12,312.	0.
TOTAL TO FM 990-PF, PART II, LN 14	138,621.	138,621.	0.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED FEDERAL EXCISE TAX	28,739.	52,760.
ACCRUED EXCISE TAXES	22,700.	0.
TOTAL TO FORM 990-PF, PART II, LINE 22	51,439.	52,760.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LAURENCE G. BOUSQUET ONE LINCOLN CENTER SYRACUSE, NY 13202	VICE PRESIDENT 4.00	0.	0.	0.
BENJAMIN R. WALSH 333 W. WASHINGTON STREET, SUITE 130 SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
MERIKE TREIER 572 SOUTH SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
KATHY O'CONNELL P.O. BOX 780 SYRACUSE, NY 13214	TRUSTEE 2.00	0.	0.	0.
JACK H. WEBB 120 MADISON STREET, 18TH FLOOR SYRACUSE, NY 13202	PRESIDENT 4.00	0.	0.	0.
M. CATHERINE RICHARDSON ONE LINCOLN CENTER SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
JAIME ALICEA 103 PHILLIPS ROAD SYRACUSE, NY 13214	SECRETARY 4.00	0.	0.	0.

ERIC ALLYN 140 E.GENESEE STREET SKANEATELES, NY 13152	TREASURER 4.00	0.	0.	0.
VINCENT LOVE 538 NOTTINGHAM ROAD SYRACUSE, NY 13210	TRUSTEE 2.00	0.	0.	0.
GWYN MANNION 7665 HUNT LANE FAYETTEVILLE, NY 13066	TRUSTEE 2.00	0.	0.	0.
MICHAEL FENG 650 JAMES STREET SUITE 302 SYRACUSE, NY 13203	TRUSTEE 2.00	0.	0.	0.
CYNTHIA B. MORROW 421 MONTGOMERY STREET 9TH FLOOR SYRACUSE, NY 13202	TRUSTEE 2.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF SUMMARY OF DIRECT CHARITABLE ACTIVITIES STATEMENT 15

ACTIVITY ONE

WHAT IF GRANTS - A PROGRAM DESIGNED TO BE A RESOURCE IN FOSTERING GROWTH IN NEIGHBORHOODS AND STRENGTHENING THE CAPACITY OF COMMUNITY RESIDENTS IN THE CITY OF SYRACUSE WHO ARE FOCUSED ON MAKING POSITIVE CHANGES IN THEIR NEIGHBORHOOD AND INCREASING COMMUNITY PARTICIPATION, AWARENESS AND PARTNERSHIPS. THE PROJECTS SHOULD BE INITIATED OR IMPLEMENTED BY RESIDENTS, GRASSROOTS ORGANIZATIONS OR NEIGHBORHOOD STAKEHOLDERS IN THE SYRACUSE COMMUNITY.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 1	59,350.

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT 16

ACTIVITY TWO

ADVANS PROGRAM - ADVANCING AND DEVELOPING THE ASSETS AND VALUE OF NONPROFITS IN SYRACUSE IS A CAPACITY BUILDING INITIATIVE DESIGNED TO STRENGTHEN AND DEVELOP AREA NONPROFITS. EIGHT (8) NONPROFITS ORGANIZATIONS SERVED.

	EXPENSES
TO FORM 990-PF, PART IX-A, LINE 2	265,038.

The Rosamond Gifford Charitable Corporation
Federal ID#: 15-0572881
December 31, 2013

Statement ___XV___

Attachment to Form 990-PF

Part XV: Supplementary Information -Grants and Contributions Paid During the Year

Line 3a:

Recipient Name	Purpose of Grant	Status	Amount
ADVANS 3	Building Organizational Capacity	Exempt	250,038
ADVANS 4	Building Organizational Capacity	Exempt	15,000
Animal Alliance	Development & Training	Exempt	4,000
ARTSwego	Successfule factors for sustainable growi	Exempt	2,000
Boys & Girls Club	Biddy Basketball	Exempt	4,000
Burton Blatt Institute	CHAT Program Aug	Exempt	5,000
Cancer Connects	Training	Exempt	6,940
Catering at the Zoo	Board Development Series	Exempt	2,575
Catholic Charities	Clinton St. Shelter	Exempt	15,000
Cazenovia Area Community Develop	Signature Project	Exempt	7,600
Centerstate CEO	5/22 New Economy Summit Lunch and S	Exempt	2,000
Child Care Solutions	Enhance Communications	Exempt	16,350
Clear Path for Veterans	Veterans	Exempt	20,000
CNY Bounty	Reserve for program related loan	Exempt	10,000
CNY Community Foundation	Human Services Leadership Council Exe	Exempt	7,000
CNY Community Foundation	IDEAS Collaborative	Exempt	50,000
Cora Foundation	What if film series	Exempt	7,500
Dunbar Assoc.	Start Endowment Fund	Exempt	5,000
Eastwood Neighborhood Association	Mayor's Energy Challenge	Exempt	5,000
Everson Museum	Art of Video Games	Exempt	15,000
Exodus 3 Ministries	Life skills educ for homeless women in sl	Exempt	2,500
Fair Housing Council	Technology Upgrade	Exempt	10,000
Food Bank of CNY	Capacity Development	Exempt	15,000
Gifford Foundation	Holiday grants	Exempt	6,500
High Octane Youth Basketball	Books and Balls	Exempt	4,500
Home Aides of CNY	Outreach Program	Exempt	10,000
Home Headquarters	SNAC conference 10/19	Exempt	2,500
Landmark Theatre	Organization & Board Dev Fiscal Challen	Exempt	3,750
LeMoyne College	Leadership Training Program	Exempt	2,000
Multicultural Assoc. of Medical Interp	Strategic Plan Phase II	Exempt	5,000
NEHDA, Inc.	Northside Karate	Exempt	5,000
NWSI	Westside Youth Advisory Council	Exempt	2,500
Oneida Community Mansion House	Organizational Business Plan	Exempt	8,000
Onondaga Creek Conservation Council	Phase 2 Urban Onondaga Creek Corrido	Exempt	3,600
Onondaga Earth Core	Consultant	Exempt	3,125
Oswego County Opportunities	Leadership Development Program	Exempt	2,000
Paul Robeson Performing Arts Co.	Celebrating Women of Color	Exempt	5,000
PEACE Westside Family Resource Ctr	Picnic Tables	Exempt	1,600

Peoples AME Zion Church	Joan Hillsman Music Network	Exempt	3,000
Red House Arts Center	Database Upgrade	Exempt	5,000
Rosamond Gifford Zoo	Strategic and Master Planning	Exempt	20,000
Somali Bantu Community Assoc	GED Prep	Exempt	4,000
Southside Community Coalition	Food Coop	Exempt	25,000
Southside Interfaith CDC	Mobil Market	Exempt	2,500
Spanish Action League	Consultant	Exempt	2,800
Spanish Action League	Reducing Teen Violence	Exempt	3,700
St. Luke Health Services	St. Francis Commons Assisted Living Re	Exempt	4,500
SUNY Oswego	Consulting for Oswego Book Mobile	Exempt	2,000
Syr Academny of Science Charter Schoo	Diversity Club Travel to Turkey	Exempt	2,000
Syracuse Behavioral Healthcare	Leadership Training Program	Exempt	5,200
Syracuse Children's Theatre	Scholarships	Exempt	2,500
Syracuse Poster Project	Civic Art Initiative	Exempt	4,000
Syracuse Stage	Gala honoring Jack Webb 6/14	Exempt	2,000
Syracuse Stage	Voucher Program	Exempt	10,000
Syracuse University	Hispanic Youth Institute	Exempt	2,000
Three Dog Consulting	Board Development Workshop Series	Exempt	7,700
Tommey Abbott	Oasis Project	Exempt	5,000
Tri Region Science & Engineering Fair	CNY Mini Maker Fair	Exempt	4,000
Tucker Missionary Baptist Church	Health/Wellness	Exempt	3,850
Grants $1,500 and Under	Various Operating Needs	Exempt	53,763
Westcott Community Center	Technology Upgrade	Exempt	15,000
Women Transcending Boundaries	Journey to Tent of Abraham	Exempt	4,200
YMCA of Greater Syr	Organizational Assessment and Plannin(	Exempt	10,000
YWCA of Syracuse	New York 2013	Exempt	5,000
			751,291

Form **8868**
(Rev. January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

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

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ [X]
- 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	Name of exempt organization or other filer, see instructions. THE ROSAMOND GIFFORD CHARITABLE CORPORATION	Employer identification number (EIN) or 15-0572881
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions. 100 CLINTON SQUARE, 126 N. SALINA STREET, NO. 3RD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SYRACUSE, NY 13202	

Enter the Return code for the return that this application is for (file a separate application for each return) [0 4]

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

- The books are in the care of ▶ JOHN LORENCE - 100 CLINTON SQUARE, 126 N. SALINA STREET, 3RD FLOOR - SYRACUSE, NY 13202

  Telephone No. ▶ 315-474-2489 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box ▶ [ ] . If it is for part of the group, check this box ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2014 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] 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	$ 17,895.
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	$ 29,211.
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.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ [X]

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print		
File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions. THE ROSAMOND GIFFORD CHARITABLE CORPORATION	Employer identification number (EIN) or 15-0572881
	Number, street, and room or suite no. If a P.O. box, see instructions. 100 CLINTON SQUARE, 126 N. SALINA STREET, NO. 3RD	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. SYRACUSE, NY 13202	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . . [0][4]

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ JOHN LORENCE - 100 CLINTON SQUARE,126 N. SALINA STREET,3RD FLOOR - SYRACUSE, NY 13202

Telephone No. ▶ 315-474-2489 Fax No. ▶

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

4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.

5 For calendar year 2013 , or other tax year beginning ______ , and ending ______ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension
ADDITIONAL TIME IS REQUESTED IN ORDER TO OBTAIN INFORMATION FROM A THIRD PARTY IN ORDER TO FILE A COMPLETE AND ACCURATE RETURN.

8a	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	8a	$ 17,895.
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 and any amount paid previously with Form 8868.	8b	$ 29,211.
c	**Balance due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Paula D Deckman Title ▶ CPA Date ▶ 8\6\14

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12-31-13