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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation THE ROBERT D FLICKINGER FOUNDATION		A Employer identification number 16-1265415
Number and street (or P O box number if mail is not delivered to street address) Room/suite 162 DEVONSHIRE ROAD		B Telephone number (see instructions) (716) 871-0611
City or town, state or province, country, and ZIP or foreign postal code BUFFALO, NY 14223		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) ▶ \$ 751,344	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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 <input type="checkbox"/>

Part I Analysis of Revenue and Expenses <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,833	2,833		
	4 Dividends and interest from securities.	23,659	22,479		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	13,237			
	b Gross sales price for all assets on line 6a 96,145				
	7 Capital gain net income (from Part IV, line 2) . . .		13,237		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	12,845	12,845			
12 Total. Add lines 1 through 11	52,574	51,394			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500	750		0
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	11,249	9,341		0
	24 Total operating and administrative expenses. Add lines 13 through 23	12,749	10,091		0
	25 Contributions, gifts, grants paid	34,200			34,200
26 Total expenses and disbursements. Add lines 24 and 25	46,949	10,091		34,200	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	5,625				
b Net investment income (if negative, enter -0-)		41,303			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	19,716	6,167	6,167		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)	442,486	406,483	542,703		
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	70,520	124,697	202,474		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	532,722	537,347	751,344			
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 (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)	0	0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <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	532,722	537,347			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	0	0			
	29	Retained earnings, accumulated income, endowment, or other funds	0	0			
30	Total net assets or fund balances (see page 17 of the instructions)	532,722	537,347				
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	532,722	537,347				

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	532,722
2	Enter amount from Part I, line 27a	2	5,625
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	538,347
5	Decreases not included in line 2 (itemize) ▶ _____	5	1,000
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	537,347

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 Additional Data Table			
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	See Additional Data Table			
b				
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
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	13,237
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	34,908	725,452	0.048119
2011	30,775	709,760	0.043360
2010	26,375	637,431	0.041377
2009	33,754	528,454	0.063873
2008	35,670	736,778	0.048413
2	Total of line 1, column (d).		2 0.245142
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.049028
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 757,907
5	Multiply line 4 by line 3.		5 37,159
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 413
7	Add lines 5 and 6.		7 37,572
8	Enter qualifying distributions from Part XII, line 4.		8 34,200

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

Table with 11 main rows and sub-rows (a-e) for credits and payments. Includes columns for line numbers and amounts. Total tax due is 11.

Part VII-A Statements Regarding Activities

Table with 10 rows (1a-10) and 3 columns: Question, Yes, No. Contains various activity questions regarding political influence, expenditures, and reporting.

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of GRETA L BARTON Telephone no (716) 871-0611 Located at 162 DEVONSHIRE ROAD BUFFALO NY ZIP +4 14223			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years 20 ____, 20 ____, 20 ____, 20 ____ <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 ____, 20 ____, 20 ____, 20 ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LOUISE A FLICKINGER 5551 DUNROBIN DRIVE APT 4306 SARASOTA, FL 34238	TRUSTEE 1 00	0	0	0
GRETA L BARTON 162 DEVONSHIRE ROAD BUFFALO, NY 14223	TRUSTEE 1 00	0	0	0

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1		
2		
All other program-related investments. See page 24 of the instructions		
3		
Total. Add lines 1 through 3		0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	742,605
b	Average of monthly cash balances.	1b	26,844
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	769,449
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	769,449
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	11,542
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	757,907
6	Minimum investment return. Enter 5% of line 5.	6	37,895

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	37,895
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	826
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	112
c	Add lines 2a and 2b.	2c	938
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	36,957
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	36,957
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	36,957

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	34,200
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	34,200
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	34,200

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				36,957
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			33,823	
b Total for prior years 20__ , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>34,200</u>				
a Applied to 2012, but not more than line 2a			33,823	
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.				377
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				36,580
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.				

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

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

a "Assets" alternative test—enter

(1) Value of all assets

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

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

c "Support" alternative test—enter

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

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

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 34,200
b <i>Approved for future payment</i>				
Total				3b 0

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

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.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.
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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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 or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: ***** Date: 2014-05-02 Title: *****

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

Table for Paid Preparer Use Only with columns: Print/Type preparer's name (TERESA M MAJORS), Preparer's Signature, Date, Check if self-employed, PTIN (P00148004), Firm's name (DOPKINS & COMPANY LLP), Firm's EIN (16-0929175), Firm's address (200 INTERNATIONAL DR BUFFALO, NY 142215794), Phone no (716) 634-8800.

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
1038 262 SHS WELLS FARGO CAP	P	2008-12-17	2013-03-15
509 25 SHS HEINZ HJ CO	P	2008-12-17	2013-06-10
2592 514 SHS CAPSTEAD MTG CORP	P	2001-09-10	2013-06-13
ALLIANCE BERNSTEIN HOLDING LP-SCHDULE K-1	P		2013-12-31
ALLIANCE BERNSTEIN HOLDING LP-SCHDULE K-1	P		2013-12-31
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
25,957		25,385	572
36,921		20,553	16,368
32,406		36,970	-4,564
216			216
286			286
359			359

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
			572
			16,368
			-4,564
			216
			286
			359

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALBRIGHT KNOX ART GALLERY 128 ELMWOOD AVE BUFFALO, NY 142221096	N/A	PUBLIC	GENERAL	300
AMERICAN DIABETES ASSOCIATION 1701 NORTH BEAUREGARD ST ALEXANDRIA, VA 22311	N/A	PUBLIC	MEDICAL	500
AMERICAN INSTITUTE FOR CANCER RESEARCH 1759 R STREET NW WASHINGTON, DC 20009	N/A	PUBLIC	MEDICAL	150
AMERICAN RED CROSS- SOUTHWEST FLORIDA 2001 CANTU CT SARASOTA, FL 34232	N/A	PUBLIC	MEDICAL	100
BEECHWOOD BLOCKER FOUNDATION 2235 MILLERSPORT HIGHWAY GETZVILLE, NY 14068	N/A	PUBLIC	MEDICAL	100
BOY SCOUTS OF AMERICA 401 MARYVALE DR CHEEKTOWAGA, NY 14225	N/A	PUBLIC	EDUCATIONAL	500
BUFFALO PHILHARMONIC ORCHESTRA 370 PENNSYLVANIA BUFFALO, NY 14201	N/A	PUBLIC	GENERAL	200
BUFFALO ZOOLOGICAL GARDENS DELAWARE PARK BUFFALO, NY 14214	N/A	PUBLIC	GENERAL	1,300
CHRIST UNITED METHODIST CHURCH 1475 CENTER RD VENICE, FL 34293	N/A	PUBLIC	RELIGIOUS, LIST TOTAL 4500	7,000
CORNELL UNIVERSITY 410 THURSTON AVE ITHACA, NY 14850	N/A	PUBLIC	EDUCATIONAL	2,000
GATEWAY - LONGVIEW INC 6350 MAIN STREET WILLIAMSVILLE, NY 14221	N/A	PUBLIC	MEDICAL	1,000
GIRL SCOUTS COUNCIL OF BUFFALO & ERIE COUNTY 70 JEWETT PKWY BUFFALO, NY 14214	N/A	PUBLIC	EDUCATIONAL	500
GOODWILL INDUSTRIES OF WNY 1119 WILLIAM ST BUFFALO, NY 14206	N/A	PUBLIC	GENERAL	100
GUIDING EYES FOR THE BLIND 611 GRANITE SPRINGS RD YORKTOWN HEIGHTS, NY 10598	N/A	PUBLIC	MEDICAL	250
HABITAT FOR HUMANITY 501 AMHERST STREET BUFFALO, NY 14207	N/A	PUBLIC	GENERAL	200
Total				34,200

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
HAUPTMAN-WOODWARD MEDICAL RESEARCH INSTITUTE 700 ELLICOTT STREET BUFFALO, NY 14203	N/A	PUBLIC	MEDICAL	1,000
HAWK CREEK WILDLIFE CENTER PO BOX 662 EAST AURORA, NY 14052	N/A	PUBLIC	EDUCATIONAL	250
HERITAGE FOUNDATION 2643 MAIN STREET BUFFALO, NY 14222	N/A	PUBLIC	GENERAL	750
KALEIDA HEALTH FOUNDATION 1260 DELAWARE AVE BUFFALO, NY 14209	N/A	PUBLIC	MEDICAL	500
LIGHTHOUSE OF MANASOTA 7318 N TAMIAMI TRAIL SARASOTA, FL 34243	N/A	PUBLIC	EDUCATIONAL	100
MAIN TRANSIT FIRE DEPT 6777 MAIN ST BUFFALO, NY 14221	N/A	PUBLIC	GENERAL	100
MARIA LOVE FOUNDATION PO BOX 293 BUFFALO, NY 14213	N/A	PUBLIC	MEDICAL	250
MASONIC MEDICAL RESEARCH LABORATORY 2150 BLEEKER STREET UTICA, NY 13501	N/A	PUBLIC	MEDICAL	1,000
MEALS ON WHEELS OF BUFFALO 100 JAMES E CASEY DR BUFFALO, NY 14206	N/A	PUBLIC	GENERALGENERAL	500
ORCHARD PARK PRESBYTERIAN CHURCH 4369 SOUTH BUFFALO ST ORCHARD PARK, NY 14127	N/A	PUBLIC	RELIGIOUS	4,000
PLANNED PARENTHOOD OF WNY 2697 MAIN STREET BUFFALO, NY 14214	N/A	PUBLIC	GENERAL	100
PLANTATION COMMUNITY FOUNDATION 601 TAMIAMI TRAIL SOUTH VENICE, FL 34285	N/A	PUBLIC	GENERAL	50
PLYMOUTH CROSSROADS RESIDENCE 700 JOHN RINGLING SARASOTA, FL 34236	N/A	PUBLIC	GENERAL	1,000
SALVATION ARMY - VENICE 1051 ALBEE FARM RD VENICE, FL 34292	N/A	PUBLIC	GENERAL	1,000
SALVATION ARMY-BUFFALO 960 MAIN ST BUFFALO, NY 14202	N/A	PUBLIC	GENERAL	1,000
Total				34,200

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHADYSIDE PRESBYTERIAN CHURCH 5121 WESTMINSTER PL PITTSBURGH,PA 15232	N/A	PUBLIC	RELIGIOUS,LISTTOTAL 7500	3,000
THE LEADERSHIP INSTITUTE 1101 NORTH HIGHLAND ST ARLINGTON,VA 22201	N/A	PUBLIC	EDUCATIONAL	100
UNITED WAY OF BUFFALO & ERIE COUNTY 742 DELAWARE AVE BUFFALO,NY 14209	N/A	PUBLIC	GENERAL	500
UNITED WAY S SARASOTA COUNTY 1445 2ND ST SARASOTA,FL 34236	N/A	PUBLIC	GENERAL	500
WILLIAMSVILLE UNITED METHODIST CHURCH 5681 MAIN ST WILLIAMSVILLE,NY 14221	N/A	PUBLIC	RELIGIOUS,LISTTOTAL 3000	3,000
WOUNDED WARRIOR 4899 BELFORT RD SUITE 300 JACKSONVILL,FL 32256	N/A	PUBLIC	GENERAL,LISTTOTAL 450	500
ALL FAITHS FOOD BANK 8171 BLAIKIE CT SARASOTA,FL 34240	N/A	PUBLIC	GENERAL	100
HOSPICE OF FLORIDA-TIDEWELL 5955 RAND BLVD SARASOTA,FL 34238	N/A	PUBLIC	MEDICAL	100
PULSE-JOANN ON BOARD 5151 PENN AVENUE PITTSBURGH,PA 15224	N/A	PUBLIC	GENERAL	500
TRINITY UNITED METHODIST CHURCH 711 NIAGARA FALLS BLVD AMHERST,NY 14226	N/A	PUBLIC	GENERAL	100
Total	▶ 3a			34,200

TY 2013 Accounting Fees Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,500	750		0

TY 2013 Investments Corporate Stock Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1000 SH VERIZON COMMUNICATIONS	21,194	49,140
2500 SH CAPSTEAD MTG CORP	0	0
1000 SHS MEDICAL PROPERTIES	13,152	12,220
500 SHS HEINZ HJ CO	0	0
1000 SHS M&T CAP TR IV 8.5%	24,281	26,000
1000 SHS PFIZER INCORPORATED	17,589	30,630
500 SHS REALTY INCOME CORP	12,492	18,665
1000 SHS WELLS FARGO CAP 7.875%	0	0
1000 SHS AMERICAN ELECTRIC POWER INC	33,257	46,740
2300 SHS AT&T	59,205	80,868
1000 SHS ISHARES S&P US PREFERRED STOCK	37,334	36,830
27.205 SHS VERIZON COMMUNICATIONS	994	1,337
92.514 SHS CAPSTEAD MTG CORP	0	0
11.401 SIMON PROPERTY GROUP	1,365	1,735
21.183 MEDICAL PROPERTIES TRUST	200	259
9.252 HEINZ HJ CO	0	0
41.42 M&T CAP TR IV 8.5%	1,073	1,069
21.07 PFIZER INCORPORATED	402	645
13.176 REALTY INCOME CORP	440	492
33.213 SHS ISHARES S&P US PREFERRED STOCK	1,238	1,223
38.262 SHS WELLS FARGO CAP 7.785%	0	0
24.331 SHS AMERICAN ELECTRIC POWER INC	936	1,137
67.555 SHS AT&T INC	1,992	2,375
1,416.693 SHS LINN ENERGY LLC	32,718	43,620
500 SHS. ALTRIA GROUP	16,434	19,195
1000 SH LEXINGTON REALTY TRUST REIT	10,343	10,210
200 SHS. PPL CORP	5,896	6,018
500 SHS. PPL CORP	14,822	15,045
1000 SHS. CALAMOS STRATEGIC TOTAL RETURN FUND	10,485	10,890
500 SHS. MORGAN STANLEY EMERGING MKTS DEBT FUND	8,784	6,510

Name of Stock	End of Year Book Value	End of Year Fair Market Value
100 SHS. NUVEEN PREFERRED INCOME OPPORTUNITIES FUND	9,990	8,870
389 SHS SIMON PROPERTY GROUP	12,625	59,190
600 ISHARES S&P US PREFERRED STOCK	24,548	22,098
1300 CAPSTEAD MORTGAGE	32,694	29,692

TY 2013 Investments - Other Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
2089.582 SHS ALLIANCE BERNSTEIN HLDG LP	AT COST	14,598	44,592
2000 SHS SABINE ROYALTY	AT COST	50,690	101,120
56.182 SABINE ROYALTY TRUST	AT COST	3,607	2,841
580 KELLOGG COMPANY	AT COST	36,916	35,421
450 THE SOUTHERN COMPANY	AT COST	18,886	18,500

TY 2013 Other Decreases Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Description	Amount
PRIOR PERIOD OUTSTANDING CHECK	1,000

TY 2013 Other Expenses Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX ON INVESTMENT INCOME	829	0		0
INVESTMENT INTEREST EXPENSES- ALLIANCEBERNSTEIN HOLDINGS LP	11	11		0
NYS UNRELATED BUSINESS INCOME TAX	250	0		0
NON-DEDUCTIBLE EXPENSES- ALLIANCEBERNSTEIN	678	0		0
NYS DEPARTMENT OF LAW-FILING FEE	100	0		0
PERCENTAGE DEPLETION- LINN ENERGY	3,791	3,791		0
SECTION 59(E)(2) EXPENDITURES- LINN ENERGY	5,516	5,516		0
BANK FEES	23	23		0
FEDERAL UNRELATED BUSINESS INCOME TAX	51	0		0

TY 2013 Other Income Schedule

Name: THE ROBERT D FLICKINGER FOUNDATION

EIN: 16-1265415

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
INCOME FROM PARTNERSHIP-ALLIANCE BERNSTEIN HOLDINGS	1,747	1,747	1,747
ROYALTY-SABINE TRUST	8,052	8,052	8,052
INCOME FROM PARTNERSHIP-LINN ENERGY, LLC	3,046	3,046	3,046