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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
THE R C SMITH FOUNDATION INC

A Employer identification number
20-1893940

Number and street (or P O box number if mail is not delivered to street address) 35 WEST MAIN STREET PO BOX 552 | Room/suite

B Telephone number (see instructions)
(607) 336-5850

City or town, state or province, country, and ZIP or foreign postal code
NORWICH, NY 13815

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 18,320,082

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify) ______
(Part I, column (d) must be on cash basis.)

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

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

	Line	Description	(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 ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1	1		
	4	Dividends and interest from securities.	507,090	507,090		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	810,324			
	b	Gross sales price for all assets on line 6a 5,955,542				
	7	Capital gain net income (from Part IV, line 2) . . .		810,324		
	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	**Total.** Add lines 1 through 11	1,317,415	1,317,415		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,000	12,500		12,500
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	5,400			5,400
	c	Other professional fees (attach schedule)	65,577	65,577		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	23,614	2,739		
	19	Depreciation (attach schedule) and depletion . . .				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	9,199			9,199
	24	**Total operating and administrative expenses.** Add lines 13 through 23	128,790	80,816		27,099
	25	Contributions, gifts, grants paid	822,883			822,883
	26	**Total expenses and disbursements.** Add lines 24 and 25	951,673	80,816		849,982
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	365,742			
	b	**Net investment income** (if negative, enter -0-)		1,236,599		
	c	**Adjusted net income** (if negative, enter -0-) . . .				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	71,624	292,354	292,354
	2	Savings and temporary cash investments	679,775	417,263	417,263
	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)	1,569,266	1,675,327	1,675,327
	b	Investments—corporate stock (attach schedule)	5,500,224	5,803,308	5,803,308
	c	Investments—corporate bonds (attach schedule)	1,181,696	1,042,642	1,042,642
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	8,285,417	9,089,188	9,089,188
	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)	17,288,002	18,320,082	18,320,082
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	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	17,288,002	18,320,082	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	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** (see page 17 of the instructions)	17,288,002	18,320,082	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	17,288,002	18,320,082	

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	17,288,002
2	Enter amount from Part I, line 27a	2	365,742
3	Other increases not included in line 2 (itemize) ▶	3	666,338
4	Add lines 1, 2, and 3	4	18,320,082
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	18,320,082

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	Capital Gain Dividends			
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				
b				48,797
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				
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	810,324
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	892,588	16,795,286	0 05315
2011	770,077	16,246,765	0 04740
2010	678,112	15,281,650	0 04437
2009	620,793	6,228,727	0 09967
2008	331,965	5,900,911	0 05626

2	**Total** of line 1, column (d).	2	0 30084
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 06017
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	17,600,869
5	Multiply line 4 by line 3.	5	1,059,009
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	12,366
7	Add lines 5 and 6.	7	1,071,375
8	Enter qualifying distributions from Part XII, line 4.	8	849,982

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 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	1	24,732
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	24,732
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	24,732
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a — 15,440		
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	15,440
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	224
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	9,516
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(2)** On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
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		No
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

			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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶rcsmithfoundation org

14 The books are in care of ▶RICHARD M RUNYON Telephone no ▶(607) 336-5850

Located at ▶35 WEST MAIN STREET PO BOX 552 NORWICH NY ZIP+4 ▶13815

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 |

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

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a During the year did the foundation pay or incur any amount to			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		**No**
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? ☐ 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**
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?	**7b**		**No**

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
See Additional Data Table				

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 ▶

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. . . . . ▶		

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 . . . . ▶	

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	17,124,624
b	Average of monthly cash balances	1b	744,279
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	17,868,903
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	
3	Subtract line 2 from line 1d	3	17,868,903
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	268,034
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	17,600,869
6	**Minimum investment return.** Enter 5% of line 5	6	880,043

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	880,043
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 24,732		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	24,732
3	Distributable amount before adjustments Subtract line 2c from line 1	3	855,311
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	855,311
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	855,311

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	849,982
b	Program-related investments—total from Part IX-B	1b	
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	849,982
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	849,982

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					855,311
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.					
b Total for prior years 20____, 20____, 20____					
3 Excess distributions carryover, if any, to 2013					
a From 2008.					
b From 2009.	283,983				
c From 2010.					
d From 2011.					
e From 2012.	68,253				
f **Total** of lines 3a through e.		352,236			
4 Qualifying distributions for 2013 from Part XII, line 4 ► $ 849,982					
a Applied to 2012, but not more than line 2a					
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2013 distributable amount.					849,982
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		5,329			5,329
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		346,907			
b Prior years' undistributed income Subtract line 4b from line 2b					
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.					
d Subtract line 6c from line 6b Taxable amount —see instructions					
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions					
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) (see instructions)					
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .					
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		346,907			
10 Analysis of line 9					
a Excess from 2009. . . .	278,654				
b Excess from 2010. . . .					
c Excess from 2011. . . .					
d Excess from 2012. . . .	68,253				
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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a 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 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 or e-mail address of the person to whom applications should be addressed

RICHARD M RUNYON
35 WEST MAIN STREET PO BOX 552
NORWICH,NY 13815
(607) 336-5850

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

GRANT APPLICATION OR LETTER INCLUDING FINANCIALS, EXEMPTION, AND PURPOSE OF FUNDS

c Any submission deadlines

QUARTERLY

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

50% CHENANGO COUNTY, 50% RELIGIOUS

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 Additional Data TableSee Additional Data Table				
Total . . . . ▶ **3a**				822,883
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
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	1	
4 Dividends and interest from securities			14	507,090	
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	810,324	
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)				1,317,415	

13 Total. Add line 12, columns (b), (d), and (e) **13** 1,317,415

(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) (See instructions)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

******	2014-05-13	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
ROY E FULLER CPA				P00005268
Firm's name ▶ Piaker & Lyons PC			Firm's EIN ▶	
Firm's address ▶ PO Box 190 5862 County Rd 32 Norwich, NY 13815			Phone no (607) 336-8908	

Form 990PF Part VIII Line 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
JOHN FRANCO 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Trustee 3 00	0		
WILLIAM ACEE 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Treasurer 3 00	0		
BETSY BAIO 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Vice President 3 00	0		
GARY BROOKINS 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Trustee 3 00	0		
MARY W DAVIS 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Trustee 3 00	0		
THOMAS C EMERSON 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Secretary 3 00	0		
NANCY RITZEL 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Trustee 3 00	0		
RICHARD M RUNYON 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	ADMINISTRATOR 12 00	18,000		
WILLIAM TROXELL 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	President 3 00	0		
GARY CLARK 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Executive Dir 12 00	7,000		
PEGI S LOPRESTI 35 WEST MAIN STREET PO BOX 552 NORWICH, NY 13815	Trustee 3 00	0		

Form 990PF Part XV Line 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*				
ST PAULS CATHOLIC CHURCH 30 PLEASANT STREET NORWICH, NY 13815	NONE	509A1	CHURCH NEEDS AND PROGRAMS	180,000
HOLY FAMILY CATHOLIC CHURCH 17 PROSPECT ST NORWICH, NY 13815	NONE	509A1	STUDENT SCHOLARSHIPS, RELIGIOUS EDUCATION INSTRUCTION AND FACILITY NEEDS	180,000
CATHOLIC CHARITIES OF CHENANGO COUN 3 OHARA DRIVE NORWICH, NY 13815	NONE	509A1	PROGRAMS	30,000
EMMANUAL EPSICOPAL CHURCH 37 W MAIN STREET NORWICH, NY 13815	NONE	509A1	PROGRAMS - MILK VOUCHERS	6,000
EMMANUAL EPISCOPAL CHURCH 37 W MAIN STREET NORWICH, NY 13815	NONE	509A1	HEATING ASSISTANCE PROGRAM	20,000
THE CHENANGO FOUNDATION INC 19 EATON CENTER NORWICH, NY 13815	NONE	509A1	SCHOLARSHIPS	3,000
COLORSCAPE CHENANGO ARTS FESTIVAL PO BOX 624 NORWICH, NY 13815	NONE	509A1	TO ASSIST WITH OPERATING COSTS TO PRESENT THE "2011 COLORSCAPE WEEKEND"	8,000
NORWICH BUSINESS IMPROVEMENT DISTRI 1 CITY PLAZA NORWICH, NY 13815	NONE	509A1	REFURBISHING OF GORDON PARK	5,000
YMCA - NORWICH FAMILY 68-79 NORTH BROAD STREET NORWICH, NY 13815	NONE	509A1	SUPPORT FOR ANNUAL GUS MACKER TOURNAMENT	1,500
NORWICH BUSINESS IMPROVEMENT DISTRI 1 CITY PLAZA NORWICH, NY 13815	NONE	509A1	PUMPKIN FESTIVAL	5,000
CHENANGO COUNTY BLUES FEST 54 BORDEN AVE B22 NORWICH, NY 13815	NONE	509A1	EXPANSION OF THE ARTIST PROGRAM IN THE FESTIVAL	6,000
VILLAGE OF SHERBURNE 15 WEST STATE STREET SHERBURNE, NY 13460	NONE	EXEMPT	STREETSCAPE RENOVATION	10,000
HOSPICE OF CHENANGO COUNTY 21 HAYES ST NORWICH, NY 13815	NONE	509A1	PATIENT MEDICATION SUPPORT	15,000
CITY OF NORWICH ONE CITY PLAZA NORWICH, NY 13815	NONE	EXEMPT	SUMMER PERFORMANCE - CITY BAND	1,000
COMMON CENTS - OXFORD THRIFT 64 NORTH CANAL STREET NORWICH, NY 13815	NONE	509A1	PURCHASE FOOD COUPONS	7,000
Total . . . . ▶ 3a				822,883

Form 990PF Part XV Line 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*				
FRIENDS OF ROGERS ENVIRONMENTAL EDU PO BOX 932 SHERBURNE, NY 13460	NONE	509A1	EDUCATIONAL PROGRAMS	5,000
NORTHEAST CLASSIC CAR MUSEUM INC 24 REXFORD STREET NORWICH, NY 13815	NONE	509A1	NEW PARKING LOT	15,000
NORWICH JUNIOR FOOTBALL INC 287 AURORA DRIVE NORWICH, NY 13815	NONE	509A1	RECONDITION EQUIPMENT	6,175
AMERICAN LEGION POST 348 PO BOX 488 NEW BERLIN, NY 13411	NONE	509A1	REPLACE ROOF	6,750
CATHOLIC CHARITIES OF DELAWARE OTSE 176 MAIN STREET ONEONTA, NY 13820	NONE	509A1	CHENANGO COUNTY VICTIM IMPACT PANEL	2,300
CHURCH OF THE EPIPHANY PO BOX 538 SHERBURNE, NY 13460	NONE	509A1	NEW ROOF	25,000
CHRISTIAN NEIGHBORHOOD CENTER OF NO PO BOX 509 NORWICH, NY 13815	NONE	509A1	SUMMER WORK PROGRAM	5,000
CATHOLIC CHARITIES OF CHENANGO COUN 3 OHARA DRIVE NORWICH, NY 13815	NONE	509A1	OPERATIONS	50,000
CATHOLIC CHARITIES OF CHENANGO COUN 3 OHARA DRIVE NORWICH, NY 13815	NONE	509A1	REPLACE ROOF	20,000
CHRISTIAN NEIGHBORHOOD CENTER OF NO PO BOX 509 NORWICH, NY 13815	NONE	509A1	NEW REFRIGERATOR	1,950
EMMANUEL EPISCOPAL CHURCH PO BOX 813 NORWICH, NY 13815	NONE	509A1	MILK VOUCHER FUND	6,000
EMMANUEL EPISCOPAL CHURCH PO BOX 813 NORWICH, NY 13815	NONE	509A1	OUR DAILY BREAD FOOD CLOSET - PURCHASE FOOD	20,000
GIBSON PRIMARY SCHOOL 2 RIDGELAND ROAD NORWICH, NY 13815	NONE	509A1	MILK PROGRAM	2,000
IMMACULATE CONCEPTION CHURCH 1180 STATE HIGHWAY 206 GREENE, NY 13778	NONE	509A1	PAVE PARKING LOT	25,000
NORWICH BUSINESS IMPROVEMENT DISTRI 1 CITY PLAZA NORWICH, NY 13815	NONE	509A1	NORWICH 100TH ANNIVERSARY	7,500
Total . . . . ▶ **3a**				822,883

Form 990PF Part XV Line 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*				
CITY OF NORWICH 1 CITY PLAZA NORWICH, NY 13815	NONE	EXEMPT	SUMMER BUS TRIPS	1,600
NORWICH CITY SCHOOLS 89 MIDLAND DRIVE NORWICH, NY 13815	NONE	EXEMPT	PURCHASE OF CLOTHES FOR CHILDREN	3,000
NORWICH COMMUNITY SOUP KITCHEN 16 WESTCOTT STREET NORWICH, NY 13815	NONE	509A1	PURCHASE DISHWASHER	4,500
OPPORTUNITIES FOR CHENANGO INC 44 WEST MAIN STREET NORWICH, NY 13815	NONE	509A1	CLIENT SUPPLIES	9,600
OPPORTUNITIES FOR CHENANGO INC 44 WEST MAIN STREET NORWICH, NY 13815	NONE	509A1	PROGRAMS - MP3 PROGRAM	9,200
OXFORD YOUTH SPORTS PROGRAM INC 129 BURDICK MEDBURY ROAD NORWICH, NY 13815	NONE	509A1	SUPPORT SPORTS PROGRAM	4,000
ST JOSEPH'S CHURCH 3 SCOTT STREET OXFORD, NY 13830	NONE	509A1	CEMETARY ROADWORK AND LANDSCAPING	26,336
ST MALACHY'S CHURCH PO BOX 722 SHERBURNE, NY 13460	NONE	509A1	REFURFACE OF PARKING LOT	14,177
ST PAUL'S EPISCOPAL CHURCH PO BOX 72 OXFORD, NY 13830	NONE	509A1	MEAL PROGRAM	2,000
VILLAGE OF SHERBURNE PO BOX 704 SHERBURNE, NY 13460	NONE	EXEMPT	EMERGENCY SQUAD EQUIPMENT	13,959
VILLAGE OF NEW BERLIN AMBULANCE SYS PO BOX 280 NEW BERLIN, NY 13411	NONE	EXEMPT	PURCHASE A BARIATRIC RAMP	4,950
UHS CHENANGO MEMORIAL HOSPITAL INC 179 NORTH BROAD STREET NORWICH, NY 13815	NONE	509A1	ULTRASOUND MACHINE	50,000
ZION EPISCOPAL CHURCH 10 NORTH CHENANGO STREET GREENE, NY 13778	NONE	509A1	ENERGY UPGRADES	4,386
Total . . . . ▶ **3a**				822,883

TY 2013 Accounting Fees Schedule

Name: THE R C SMITH FOUNDATION INC

EIN: 20-1893940

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
AUDIT & TAX PREP FEES	5,400	0	0	5,400

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TY 2013 Investments Corporate Bonds Schedule

Name: THE R C SMITH FOUNDATION INC

EIN: 20-1893940

Software ID: 13000170

Software Version: 2013v3.1

Name of Bond	End of Year Book Value	End of Year Fair Market Value
125000.00 JPMORGAN CHASE & CO MTN 10-20	126,513	126,513
125000.00 BARCLAYS BNK PLC MTN 7/28/2020	127,225	127,225
30000.00 AMGEN INC 3.450% 10/01/2020	30,440	30,440
30000.00 BANK OF AMERICA 5.250% 12/1/15	32,180	32,180
100000.00 BANK OF AMERICA MTN 05/13/2020	100,375	100,375
30000.00 CISCO SYSTEMS INC 4.450% 1-20	32,720	32,720
30000.00 DELL INC 3.100% 04/01/2016	30,263	30,263
50000.00 EBAY INC 1.625% 10/15/2015	50,976	50,976
30000.00 GOLDMAN SACHS GROUP 3.625% 2-16	31,484	31,484
75000.00 GOLDMAN SACHS GROUP MTN 11/2022	70,313	70,313
50000.00 GOLDMAN SACHS GROUP 5.000% 6-23	50,851	50,851
30000.00 JOHN DEERE CAP 2.800% 9/18/2017	31,406	31,406
40000.00 JPMORGAN CHASE & CO 2.600% 1-16	41,200	41,200
30000.00 MCDONALDS CORP 3.500% 7/15/2020	31,253	31,253
30000.00 MORGAN STANLEY 2.875% 7/28/2014	30,389	30,389
30000.00 JEFFERIES GROUP INC 5.500% 3-16	32,400	32,400
30000.00 ARCELORMITTAL 6.125% 06/01/2018	32,925	32,925
30000.00 HEWLETT-PACKARD CO 4.650% 12-21	30,890	30,890
30000.00 BERKSHIRE HATHAWAY 3.400% 1-22	29,839	29,839
100000.00 GENERAL ELEC CAP CORP MTN 2-32	99,000	99,000

TY 2013 Investments Corporate Stock Schedule

Name: THE R C SMITH FOUNDATION INC
EIN: 20-1893940
Software ID: 13000170
Software Version: 2013v3.1

Name of Stock	End of Year Book Value	End of Year Fair Market Value
746.00 CONOCOPHILLIPS	52,706	52,706
8079.00 ONEIDA FINANCIAL CORP	102,361	102,361
568.00 NOVARTIS AG SPONS ADR	45,656	45,656
698.00 AFLAC INC	46,626	46,626
2673.00 AT&T INC	93,983	93,983
597.00 AUTOMATIC DATA PROCESSING INC	48,237	48,237
951.00 CHEVRON CORP	118,789	118,789
494.00 GENERAL DYNAMICS CORP	47,202	47,202
887.00 GENERAL MLS INC	44,270	44,270
565.00 ILLINOIS TOOL WKS INC	47,505	47,505
529.00 INTL. BUSINESS MACHINES CORP	99,225	99,225
1578.00 MCDONALDS CORP	153,113	153,113
558.00 NORFOLK SOUTHERN CORP	51,799	51,799
1834.00 PROCTER & GAMBLE CO	149,306	149,306
1204.00 TARGET CORP	76,177	76,177
405.00 UNITED TECHNOLOGY CORP	46,089	46,089
550.00 WAL MART STORES INC	43,280	43,280
127.00 APPLE INC	71,250	71,250
464.00 BERKSHIRE HATHAWAY INC CL B	55,012	55,012
2769.00 CISCO SYSTEMS INC	62,109	62,109
684.00 DANAHER CORP	52,805	52,805
983.00 DISNEY WALT CO NEW	75,101	75,101
1346.00 EXXON MOBIL CORP	136,215	136,215
2184.00 GENERAL ELECTRIC CORP	61,218	61,218
268.00 GOLDMAN SACHS GROUP INC	47,506	47,506
87.00 GOOGLE INC CL A	75,088	75,088
5909.00 INTEL CORP	153,368	153,368
1232.00 JPMORGAN CHASE & CO	72,047	72,047
1238.00 JOHNSON & JOHNSON	113,388	113,388
1098.00 LOWES COS INC	54,406	54,406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
2870.00 MICROSOFT CORP	107,367	107,367
1213.00 PEPSICO INC	100,606	100,606
610.00 PRUDENTIAL FINL INC	56,254	56,254
715.00 MARKET VECTORS AGRIBUSINESS	38,960	38,960
710.00 SCHLUMBERGER LTD	63,978	63,978
2200.00 GOLDMAN SACHS GROUP INC 6.125%	53,592	53,592
670.00 EMERSON ELEC CO	47,021	47,021
538.00 NEXTERA ENERGY INC	46,064	46,064
1832.00 PFIZER INC	56,114	56,114
800.00 ROYAL DUTCH SHELL PLC	60,088	60,088
2000.00 SUNCOR ENERGY INC	70,100	70,100
573.00 ACCENTURE PLC CL A	47,112	47,112
655.00 BAXTER INTL INC	45,555	45,555
770.00 COVIDIEN PLC	52,437	52,437
349.00 ISHARES NASDAQ BIOTECH ETF	79,244	79,244
1598.00 ORACLE CORPORATION	61,139	61,139
740.00 QUALCOMM INC	54,945	54,945
816.00 THE MOSAIC COMPANY	38,572	38,572
272.00 UNION PAC CORP	45,696	45,696
872.00 V.F. CORP	54,360	54,360
5250.00 VALLEY NATL BANCORP	53,130	53,130
2000.00 WASTE MANAGEMENT INC	89,740	89,740
1000.00 ASSURED GUARANTY MUNI 6.250%	20,390	20,390
341.00 POLARIS INDUSTRIES INC	49,663	49,663
939.00 CVS CAREMARK CORP	67,204	67,204
1000.00 TOTAL S.A. SPONS ADR	61,270	61,270
909.00 PHILLIPS 66	70,111	70,111
1240.00 WELLS FARGO & CO	56,296	56,296
2000.00 GENERAL ELEC CAP CORP 4.875% PFD	40,560	40,560
738.00 T ROWE PRICE GROUP INC	61,822	61,822

Name of Stock	End of Year Book Value	End of Year Fair Market Value
478.00 UNITED PARCEL SERVICE	50,228	50,228
854.00 JACK HENRY & ASSOC INC	50,565	50,565
1500.00 FREEPORT-MCMORAN COPPER AND GOLD	56,610	56,610
441.00 ECOLAB INC	45,983	45,983
381.00 ISHARES DJ US TELCOM SECTOR ETF	11,327	11,327
1000.00 NATIONAL GRID PLC SPONS ADR	65,320	65,320
1275.00 UTILITIES SELECT SECTOR SPDR	48,412	48,412
12500.00 TORTOISE ENERGY INFRASTR 4.375%	104,125	104,125
4000.00 LLOYDS BANKING GROUP 7.750% 7-50	106,600	106,600
937.00 TJX COS INC	59,715	59,715
770.00 NORDSTOM INC	47,586	47,586
1000.00 DARDEN RESTAURANTS INC	54,370	54,370
1000.00 POTBELLY CORP	24,280	24,280
2000.00 UNILEVER NV NY SHARES	80,460	80,460
425.00 JM SMUCKER CO	44,039	44,039
1000.00 SPROUTS FARMERS MARKETS LLC	38,430	38,430
1000.00 BP PLC SPONS ADR	48,610	48,610
617.00 APACHE CORP	53,025	53,025
1355.00 BROWN & BROWN INC	42,533	42,533
2000.00 COVANTA HOLDING CORP	35,500	35,500
400.00 AMERICAN EXPRESS CO	36,292	36,292
1000.00 GSV CAPITAL CORP	12,090	12,090
1500.00 LILLY ELI & CO	76,500	76,500
586.00 UNITEDHEALTH GROUP INC	44,126	44,126
100.00 INTUITIVE SURGICAL INC	38,408	38,408
800.00 LOCKHEED MARTIN CORP	118,928	118,928
500.00 CATERPILLAR INC	45,405	45,405
1072.00 MICROCHIP TECHNOLOGY INC	47,972	47,972
1000.00 NEWMONT MNG CORP	23,030	23,030
1500.00 POTASH CORP SASK INC	49,440	49,440

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1200.00 SOTHERN COMPANY	49,332	49,332
1000.00 AMERICAN ELEC PWR INC	46,740	46,740
5000.00 GENERAL ELEC CAP CORP 4.875%	102,100	102,100

TY 2013 Investments Government Obligations Schedule

Name:	THE R C SMITH FOUNDATION INC
EIN:	20-1893940
Software ID:	13000170
Software Version:	2013v3.1
US Government Securities - End of Year Book Value:	181,149
US Government Securities - End of Year Fair Market Value:	181,149
State & Local Government Securities - End of Year Book Value:	1,494,178
State & Local Government Securities - End of Year Fair Market Value:	1,494,178

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TY 2013 Investments - Other Schedule

Name: THE R C SMITH FOUNDATION INC
EIN: 20-1893940
Software ID: 13000170
Software Version: 2013v3.1

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
100000.00 BARCLAYS BANK DE CD 3.150% '14	FMV	102,107	102,107
100000.00 REPUBLIC BK UT CD 3.700% 3-16	FMV	105,663	105,663
28370.30 LEIGH BALDWIN TOTAL RETURN	FMV	214,479	214,479
11948.65 HUSSMAN STRATEGIC GROWTH FD	FMV	118,172	118,172
48805.90 DODGE & COX INCOME FUND	FMV	660,344	660,344
60248.37 FEDERATED TOTAL RETURN BOND FUN	FMV	656,105	656,105
100000.00 FIRST NATL BANK CD 3.000% 1-15	FMV	102,381	102,381
100000.00 TOWER BANK & TR CO CD 3.000%	FMV	104,578	104,578
15151.17 LAZARD EMERGING MKTS PORT-IN	FMV	282,872	282,872
5000.00 GAMCO GLOBAL GOLD NAT RES & INC	FMV	45,100	45,100
5743.79 HARTFORD MIDCAP FUND-Y	FMV	163,296	163,296
2701.00 ISHARES MSCI AUSTRALIA ETF	FMV	65,823	65,823
1446.00 ISHARES MSCI BRAZIL CAPPED ETF	FMV	64,607	64,607
2452.00 ISHARES MSCI CANADA ETF	FMV	71,500	71,500
3452.00 ISHARES MSCI HONG KONG ETF	FMV	71,111	71,111
5163.00 ISHARES MSCI SINGAPORE ETF	FMV	67,997	67,997
1392.00 MARKET VECTORS GOLD MINERS	FMV	29,413	29,413
5000.00 ROYCE VALUE TR INC	FMV	80,050	80,050
2442.00 VANGUARD MID-CAP GROWTH INDEX FU	FMV	220,391	220,391
2836.00 VANGUARD MID-CAP VALUE INDEX	FMV	226,256	226,256
1819.00 VANGUARD SMALL CAP GROWTH ETF	FMV	222,464	222,464
2310.00 VANGUARD SMALL CAP VALUE ETF	FMV	224,925	224,925
4451.00 WISDOMTREE INDIA EARNINGS	FMV	77,625	77,625
15306.98 FIDELITY ADVISOR FLOATING RATE	FMV	152,458	152,458
1853.00 SENIOR HOUSING PROPERTIES TRUST	FMV	41,192	41,192
23321.30 OPPENHEIMER INTERNATIONAL BOND	FMV	141,793	141,793
4145.00 CENTRAL FUND CANADA CL A	FMV	54,921	54,921
11066.67 MFS DIVERSIFIED TARG RET-I	FMV	115,204	115,204
4500.00 ADVENT CLAYMORE CVT SEC & INC	FMV	83,385	83,385
3500.00 REAVES UTILITY INCOME TRUST	FMV	87,815	87,815

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
6814.18 FRANK VALUE FUND	FMV	99,760	99,760
1000.00 ISHARES MSCI EMERGING MKT ETF	FMV	41,795	41,795
7343.69 DODGE & COX INTL STOCK FUND	FMV	316,073	316,073
17486.91 LORD ABBETT INTL DIV INC-I	FMV	158,606	158,606
1489.00 ISHARES MSCI CHINA ETF	FMV	71,800	71,800
2906.48 OPPENHEIMER INTL GROWTH FD-Y	FMV	110,911	110,911
8546.15 DWS RREEF GLOBAL INFRAST-S	FMV	114,262	114,262
20174.29 TEMPLETON GLOBAL BOND FUND	FMV	264,081	264,081
35902.59 OPPENHEIMER GLOBAL STRATEGIC IN	FMV	148,278	148,278
6447.45 DWS GNMA FUND	FMV	91,425	91,425
9000.00 ABERDEEN ASIA PACIFIC PRIME INCO	FMV	51,840	51,840
100000.00 STATE BANK OF INDIA NY CD 2.0%	FMV	101,206	101,206
100000.00 GOLDMAN SACHS BANK CD 2.250%	FMV	100,377	100,377
100000.00 GE CAPITAL BANK CD 2.700% 3-22	FMV	96,942	96,942
40.00 ADVISORS DIS TR UIT SER 823 MTHLY	FMV	39,351	39,351
2521.76 DFA US S/C VALUE PORTFOLIO	FMV	89,296	89,296
10063.77 DIAMOND HILL SMALL/MID CAP-I	FMV	179,840	179,840
4431.03 DFA U.S. MICRO CAP PORTFOLIO	FMV	89,108	89,108
1692.00 VANGUARD FINANCIALS ETF	FMV	75,159	75,159
MFS GROWTH FUND-I	FMV	54,675	54,675
5937.00 VANGUARD FTSE EMERGING MARKETS E	FMV	244,248	244,248
2183.00 VANGUARD MSCI EAFE ETF	FMV	90,987	90,987
2495.00 ISHARES MSCI GERMANY ETF	FMV	79,241	79,241
12640.34 JPMORGAN INCOME BUILDER-SEL	FMV	130,196	130,196
2623.30 RESOURCES REAL ESTATE DIV IN	FMV	24,213	24,213
37541.12 VANGUARD TOTAL BOND MARKET INDE	FMV	396,434	396,434
31309.40 VANGUARD GNMA FUND	FMV	326,244	326,244
6623.90 LOOMIS SAYLES BOND FUND	FMV	100,418	100,418
6896.55 ROCHESTER FUND MUNICIPALS	FMV	98,552	98,552
9213.76 BLACKROCK HIGH YIELD BOND PORTFO	FMV	75,645	75,645

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
315.00 VANGUARD SHORT TERM CORP BOND ETF	FMV	25,131	25,131
311.00 VANGUARD TOTAL BOND MARKET ETF	FMV	24,896	24,896
301.00 VANGUARD INTERMEDIATE-TERM CORPOR	FMV	24,893	24,893
212.00 SPDR BARCLAYS INTERNATIONAL TREAS	FMV	12,241	12,241
481.00 BLACKROCK BUILD AMERICA FUND	FMV	9,211	9,211
241.00 ISHARES S&P PREF STK ETF	FMV	8,876	8,876
228.00 POWERSHARES EMERGING MARKETS	FMV	6,156	6,156
100000.00 GOLDMAN SACHS BANK USA CD 1.9%	FMV	99,124	99,124
100000.00 DISCOVER BANK CD 2.650% 11-20	FMV	99,371	99,371
100000.00 BOKF NA CD 3.100% 07/31/2023	FMV	98,437	98,437
3108.00 ADVISORS DIS UIT SER 1012 MTHLY	FMV	29,557	29,557
2963.00 ADVISORS DIS UIT SER 1070 MTHLY	FMV	30,074	30,074
3626.00 ADVISORS DISC UIT SER 1113 MTHLY	FMV	36,441	36,441
3000.00 ANNALY CAPITAL MANAGEMENT REIT	FMV	29,910	29,910
2000.00 BROOKFIELD PROPERTY PARTNERS L.P	FMV	39,880	39,880

TY 2013 Other Expenses Schedule

Name: THE R C SMITH FOUNDATION INC

EIN: 20-1893940

Software ID: 13000170

Software Version: 2013v3.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	1,200			1,200
MEMBERSHIPS	725			725
MISCELLANEOUS	153			153
NYS FEE	750			750
POSTAGE AND OFFICE EXPENSE	5,412			5,412
WEBSITE	959			959

TY 2013 Other Professional Fees Schedule

Name: THE R C SMITH FOUNDATION INC

EIN: 20-1893940

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVISORY FEES	65,577	65,577	0	0

TY 2013 Taxes Schedule

Name: THE R C SMITH FOUNDATION INC

EIN: 20-1893940

Software ID: 13000170

Software Version: 2013v3.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	20,875			
FOREIGN TAXES	2,739	2,739		

TY 2013 IRS Payment

Name:	THE R C SMITH FOUNDATION INC
EIN:	20-1893940
Software ID:	13000170
Software Version:	2013v3.1
Routing Transit Number:	021303618
Bank Account Number:	7003448996
Type of Account:	Checking
Payment Amount in Dollars and Cents:	9,516
Requested Payment Date:	2014-05-15
Taxpayer's Daytime Phone Number:	(607) 336-5850