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## 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 separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2013

For calendar year 2013 or tax year beginning

, and ending

Name of foundation		A Employer identification number  22-3052390		
ANDERSON-ROGERS FOUNDATION, INC.		B Telephone number  212-989-9331		
Number and street (or P O box number if mail is not delivered to street address)  327 WEST 19TH STREET		C If exemption application is pending, check here ► <input type="checkbox"/>		
City or town, state or province, country, and ZIP or foreign postal code  NEW YORK, NY 10011		D 1. Foreign organizations, 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		2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
H Check type of organization:  <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 10,143,173. (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 (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income
2014 May 27 SCANNED Revenue	1 Contributions, gifts, grants, etc., received			N/A
	2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B			
	Interest on savings and temporary cash investments	14,093.	14,093.	STATEMENT 1
	4 Dividends and interest from securities	316,838.	316,838.	STATEMENT 2
	5a Gross rents			
	b Net rental income or (loss)			
	6a Net gain or (loss) from sale of assets not on line 10	439,617.		
	b Gross sales price for all assets on line 6a	1,852,052.		
	7 Capital gain net income (from Part IV, line 2)		439,617.	
	8 Net short-term capital gain			
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total. Add lines 1 through 11	770,548.	770,548.		
13 Compensation of officers, directors, trustees, etc	22,500.	0.	0.	
14 Other employee salaries and wages	19,200.	0.	0.	
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	4,650.	0.	0.	
c Other professional fees				
17 Interest	4.	0.	0.	
18 Taxes	19,714.	0.	0.	
19 Depreciation and depletion	168.	0.		
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses	4,677.	0.	0.	
24 Total operating and administrative expenses. Add lines 13 through 23	70,913.	0.	0.	
25 Contributions, gifts, grants paid	359,500.		359,500.	
26 Total expenses and disbursements. Add lines 24 and 25	430,413.	0.	359,500.	
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	340,135.			
b Net investment income (if negative, enter -0-)		770,548.		
c Adjusted net income (if negative, enter -0-)			N/A	

Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing				
	2 Savings and temporary cash investments		365,083.	143,860.	143,860.
	3 Accounts receivable ►				
	Less: allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less: allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons				
	7 Other notes and loans receivable ►				
	Less: allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments - U.S. and state government obligations	STMT 6			
	b Investments - corporate stock		8,385,884.	9,995,121.	9,995,121.
	c Investments - corporate bonds				
Liabilities	11 Investments - land, buildings, and equipment basis ►				
	Less accumulated depreciation ►				
	12 Investments - mortgage loans				
	13 Investments - other				
	14 Land, buildings, and equipment basis ►	3,477.			
	Less accumulated depreciation STMT 7 ►	3,198.	447.	279.	279.
	15 Other assets (describe ► STATEMENT 8 )		0.	3,913.	3,913.
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		8,751,414.	10,143,173.	10,143,173.
	17 Accounts payable and accrued expenses				
	18 Grants payable				
Net Assets or Fund Balances	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable				
	22 Other liabilities (describe ► STATEMENT 9 )		6,650.	5,325.	
	23 Total liabilities (add lines 17 through 22)		6,650.	5,325.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted		8,744,764.	10,137,848.	
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input type="checkbox"/> 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		8,744,764.	10,137,848.	
	31 Total liabilities and net assets/fund balances		8,751,414.	10,143,173.	

## 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	8,744,764.
2 Enter amount from Part I, line 27a	2	340,135.
3 Other increases not included in line 2 (itemize) ► FAIR MARKET VALUE ADJUSTMENTS	3	1,053,216.
4 Add lines 1, 2, and 3	4	10,138,115.
5 Decreases not included in line 2 (itemize) ► FINES / PENALTIES	5	267.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	10,137,848.

**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					
b	SEE ATTACHED STATEMENTS				
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					
c					
d					
e	1,852,052.	1,412,435.		439,617.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e				439,617.	
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		439,617.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }		3		N/A

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

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

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

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

 Yes  No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	388,500.	8,464,151.	.045899
2011	324,150.	6,165,098.	.052578
2010	384,035.	4,050,613.	.094809
2009	247,087.	3,264,222.	.075696
2008	268,591.	4,089,709.	.065675

2 Total of line 1, column (d)

2 .334657

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 .066931

4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5

4 9,485,239.

5 Multiply line 4 by line 3

5 634,857.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 7,705.

7 Add lines 5 and 6

7 642,562.

8 Enter qualifying distributions from Part XII, line 4

8 359,500.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1.	Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)	1	15,411.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			
3	Add lines 1 and 2			
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-			
6	<b>Credits/Payments:</b>			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,400.	
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	10,400.	
8	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	33.	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>	9	5,044.	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>	10		
11	Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> ►	Refunded	11	

**Part VII-A Statements Regarding Activities**

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1a	X
<i>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.</i>			
1c	Did the foundation file Form 1120-POL for this year?	1b	X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year:			
(1) On the foundation. ► \$ <u>0.</u> (2) On foundation managers. ► \$ <u>0.</u>			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>0.</u>			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	X
<i>If "Yes," attach a detailed description of the activities</i>			
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? <i>If "Yes," attach a conformed copy of the changes</i>	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5	X
<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either:	N/A	
<ul style="list-style-type: none"> <li>• By language in the governing instrument, or</li> <li>• 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?</li> </ul>			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	6	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ►	7	X
<u>NY</u>			
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 <i>General Instruction G?</i> <i>If "No," attach explanation</i>	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	STMT	10
		10	X

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

11			X
12			X
13	X		
Website address ► <u>FDNCENTER.ORG/GRANTMAKER/ARFDN/</u>			
14 The books are in care of ► <u>SARAH A POPE</u>	Telephone no. ► <u>212-989-9331</u>		
Located at ► <u>327 W 19TH ST, NY, NY</u>		ZIP+4 ► <u>10011</u>	
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	► <u>15</u>	N/A	
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No

**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	X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	X No
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	X No
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes	X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes	X 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.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►	2b	
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	X No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b	
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?	4a	X
	4b	X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b



Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

 Yes  No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

 Yes  No

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

 Yes  No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

X

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SARAH ANDERSON POPE 327 WEST NINETEENTH ST NEW YORK, NY 10011	PRES, TREASURER 5.00	22,500.	0.	0.
PORTER W. ANDERSON, JR. PO BOX 378492 KEY LARGO, FL 33037	DIRECTOR, VP, SECY 1.00	0.	0.	0.
CHARLES H. ROGERS 509 MONPONSETT ST HALIFAX, MA 02338	DIRECTOR 1.00	0.	0.	0.
JULIETTE POPE 327 WEST NINETEENTH ST NEW YORK, NY 10011	DIRECTOR 1.00	0.	0.	0.

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

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

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

0

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**Part VIII****Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
<b>NONE</b>		

**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	<b>N/A</b>	
2		
3		
4		

**Part IX-B Summary of Program-Related Investments**

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

**Amount**

1	<b>N/A</b>	
2		

All other program-related investments. See instructions.

3		

**Total. Add lines 1 through 3**

►

**0.**

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	9,285,978.
b	Average of monthly cash balances	1b	343,706.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	9,629,684.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	9,629,684.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	144,445.
5	<b>Net value of noncharitable-use assets</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,485,239.
6	<b>Minimum investment return</b> Enter 5% of line 5	6	474,262.

**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	474,262.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	15,411.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	15,411.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	458,851.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	458,851.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted</b> . Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	458,851.

**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	359,500.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions</b> . Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	359,500.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions</b> Subtract line 5 from line 4	6	359,500.

**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				458,851.
2 Undistributed income, if any, as of the end of 2013			0.	
a Enter amount for 2012 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	56,857.			
b From 2009	90,790.			
c From 2010	191,934.			
d From 2011	20,772.			
e From 2012				
f Total of lines 3a through e	360,353.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 359,500.			0.	
a Applied to 2012, but not more than line 2a				
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				359,500.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	99,351.			99,351.
6 Enter the net total of each column as indicated below:	261,002.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		0.		
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		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	261,002.			
10 Analysis of line 9:				
a Excess from 2009	48,296.			
b Excess from 2010	191,934.			
c Excess from 2011	20,772.			
d Excess from 2012				
e Excess from 2013				



**Part XV** **Supplementary Information** (continued)

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
<b>a Paid during the year</b>				
SEE ATTACHED SEE ATTACHED SEE ATTACHED	NONE	501(C)(3)	SEE ATTACHED	359,500.
<b>Total</b>				► 3a 359,500.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>				► 3b 0

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

Enter gross amounts unless otherwise indicated.

**1 Program service revenue:**

- a \_\_\_\_\_
- b \_\_\_\_\_
- c \_\_\_\_\_
- d \_\_\_\_\_
- e \_\_\_\_\_
- f \_\_\_\_\_

g Fees and contracts from government agencies

**2 Membership dues and assessments****3 Interest on savings and temporary cash investments****4 Dividends and interest from securities****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****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)**

14 14,093.

14 316,838.

439,617.

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

13 770,548.

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

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

<b>Line No.</b>	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).
<b>4</b>	<b>ALL INCOME WAS FROM INVESTMENTS AND WILL BE USED AS FUNDS AVAILABLE</b>
<b>8</b>	<b>FOR GIFTING TO QUALIFIED ORGANIZATIONS.</b>



## 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 2000 ALERIAN MLP		06/26/12	03/08/13
b 5601.409 HARTFORD FLOATING RATE BD		03/08/13	11/18/13
c 4000 ISHARES US HOME CONSTRUCT		02/05/13	10/18/13
d 1000 MARKET VECTORS GOLD MINERS		03/08/13	07/26/13
e 6000 POWERSHARES SENIOR LOAN PORT		02/05/13	07/16/13
f 2000 ANNALY CAPITAL MGMT		05/19/11	01/31/13
g 3000 CENTURYLINK		12/07/11	09/04/13
h 2000 CHESAPEAKE ENERGY CORP		12/07/11	07/26/13
i 500 PEPSICO INC		05/19/11	01/31/13
j 4250 SEADRILL LTD		09/04/13	10/18/13
k 100 VODAFONE GP PLC ADS		06/26/12	10/18/13
l 2000 COVIDIEN PLC		11/21/07	01/31/13
m 875 IBM		05/02/96	11/21/13
n 375 MALLINCKRODT PUBLIC		11/21/07	07/16/13
o 4400 MERCK & CO		10/22/04	07/16/13

(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 33,860.		29,760.	4,100.
b 50,000.		50,405.	-405.
c 87,705.		92,407.	-4,702.
d 26,290.		37,773.	-11,483.
e 147,866.		151,493.	-3,627.
f 29,398.		36,335.	-6,937.
g 95,727.		116,115.	-20,388.
h 44,803.		51,363.	-6,560.
i 35,913.		36,096.	-183.
j 198,505.		148,131.	50,374.
k 36,593.		28,221.	8,372.
l 124,217.		76,519.	47,698.
m 172,247.		23,338.	148,909.
n 15,166.		10,034.	5,132.
o 210,960.		140,508.	70,452.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,100.
b			-405.
c			-4,702.
d			-11,483.
e			-3,627.
f			-6,937.
g			-20,388.
h			-6,560.
i			-183.
j			50,374.
k			8,372.
l			47,698.
m			148,909.
n			5,132.
o			70,452.

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 }3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8 }

## 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 1000 ORACLE				12/29/95	03/08/13
b 5000 PFIZER				10/16/08	01/31/13
c 4000 SPECTRA ENERGY CORP				02/02/07	06/13/13
d 100000 SUNTRUST BANKS				05/19/11	03/08/13
e 2000 VORNADO REALTY TR SER J 6.875%				05/19/11	10/18/13
f 2390.367 ZOETIS INC				10/16/08	07/26/13
g					
h					
i					
j					
k					
l					
m					
n					
o					
(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 35,269.		3,170.			32,099.
b 136,603.		80,798.			55,805.
c 134,423.		100,168.			34,255.
d 116,439.		109,828.			6,611.
e 48,844.		50,948.			-2,104.
f 71,224.		39,025.			32,199.
g					
h					
i					
j					
k					
l					
m					
n					
o					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					32,099.
b					55,805.
c					34,255.
d					6,611.
e					-2,104.
f					32,199.
g					
h					
i					
j					
k					
l					
m					
n					
o					
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		439,617.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8			3		N/A

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY NOMINEE 081044	14,093.	14,093.	
TOTAL TO PART I, LINE 3	14,093.	14,093.	

## FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY NOMINEE	316,838.	0.	316,838.	316,838.	
TO PART I, LINE 4	316,838.	0.	316,838.	316,838.	

## FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,650.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	4,650.	0.		0.

## FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	3,432.	0.		0.
990PF TAX	15,901.	0.		0.
NYS EPTL FEE	250.	0.		0.
FOREIGN TAXES W/H FROM INVESTMENTS	131.	0.		0.
TO FORM 990-PF, PG 1, LN 18	19,714.	0.		0.

FORM 990-PF

OTHER EXPENSES

STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	698.	0.		0.
INSURANCE	895.	0.		0.
OFFICE SUPPLIES	159.	0.		0.
CONSULTANT	1,200.	0.		0.
DUES	1,725.	0.		0.
TO FORM 990-PF, PG 1, LN 23	4,677.	0.		0.

FORM 990-PF

CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MONGAN STANLEY NOMINEE	9,995,121.	9,995,121.
TOTAL TO FORM 990-PF, PART II, LINE 10B	9,995,121.	9,995,121.

FORM 990-PF

DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT

STATEMENT 7

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
EQUIPMENT FROM MERGED CORPORATION	1,600.	1,573.	27.
COPY MACHINE	650.	650.	0.
DELL COMPUTER EQUIPMENT	1,227.	975.	252.
TOTAL TO FM 990-PF, PART II, LN 14	3,477.	3,198.	279.

ANDERSON-ROGERS FOUNDATION, INC.

22-3052390

**FORM 990-PF**      **OTHER ASSETS**      **STATEMENT** 8

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
ACCRUED DIVIDENDS RECEIVABLE	0.	3,913.	3,913.
TO FORM 990-PF, PART II, LINE 15	0.	3,913.	3,913.

FORM 990-PF OTHER LIABILITIES STATEMENT 9

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PAYROLL TAXES PAYABLE	6,549.	5,224.
REIMBURSEMENT DUE OFFICER	101.	101.
<b>TOTAL TO FORM 990-PF, PART II, LINE 22</b>	<b>6,650.</b>	<b>5,325.</b>

FORM 990-PF                    LIST OF SUBSTANTIAL CONTRIBUTORS                    STATEMENT 10  
                                  PART VII-A, LINE 10

NAME OF CONTRIBUTOR ADDRESS

PORTR. W. ANDERSON, JR. KEY LARGO, FL 33037

## 2013 DEPRECIATION AND AMORTIZATION REPORT

## FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
	EQUIPMENT FROM EMERGED CORPORATION	031502SL	5.00	16		1,600.			1,600.	1,573.		0.
6	COPY MACHINE	082407200DB5.00	17			650.			650.	650.		0.
7	DELL COMPUTER	122410200DB5.00	17			1,227.			1,227.	807.		168.
	* TOTAL 990-PF PG 1 DEPR					3,477.		0.	3,477.	3,030.	0.	168.

**ANDERSON-ROGERS FOUNDATION GRANTS**  
2013

6/14/13	<b>Fauna &amp; Flora International</b> 1720 N Street, NW Washington, DC 20036	To support environmental and animal preservation efforts	10,000
6/21/13	<b>Trustees of Columbia University</b> Columbia University Medical Center 100 Haven Ave., Suite 29D New York, NY 10032	To support the University's International and Immigrant Family Health and AIDS Programs	7,000
6/24/13	<b>Wilderness Watch</b> Box 9175 Missoula, MT 59807	To support the Minnesota Boundary Waters project	10,000
6/27/13	<b>Alabama World Affairs Council</b> 3707 Everest Drive Montgomery, AL 36106	To support program on climate change	1,000
7/14/13	<b>Americans United for Separation of Church and State</b> 1301 K Street NW Suite 850, East Tower Washington, DC 20005	General support of the organization.	5,000
7/16/13	<b>SeedTree</b> 227 Cape Jellison Road Stockton Springs, ME 04981-4701	General support environmental restoration and education projects in Nepal and Peru.	5,000
8/7/13	<b>Central Sierra Environmental Rescue Center</b> Box 396 Twain Harte, CA 95383	To support efforts to protect water and wildlife resources in the Central Sierra Mountains.	15,000
8/8/13	<b>Oceanic Society/Marine Turtle Specialist Group</b> P.O. Box 437 Ross, CA 94957	To support launch of multimedia blog, <i>About the Ocean</i> , and production of <i>SWOT Report</i> , vol. 9, in English.	10,000
8/13/13	<b>Central Park Conservancy</b> 14 East 60th St. New York, NY 10022	General support of the organization and/or 2013 Central Park BioBlitz.	2,000
8/26/13	<b>Just Foreign Policy/Other Worlds</b> P.O. Box 791127 New Orleans, LA 70179	To support the Harvesting Justice program.	15,000
9/1/13	<b>Planned Parenthood Arizona</b> 5651 North 7th Street Phoenix, AZ 85014	To support training of healthcare professionals to provide abortion care services.	25,000

**ANDERSON-ROGERS FOUNDATION GRANTS  
2013**

9/12/13	<b>Nursing Students for Choice</b> 2300 Myrtle Street, Suite 120 St. Paul, MN 55114	To support reproductive health and abortion-care training.	10,000
10/15/13	<b>AHEAD Energy</b> 252 Alexander Street Rochester, NY 14607-2515	To support sustainable energy systems for remote areas of Africa.	10,000
11/2/13	<b>Barge music</b> Fulton Ferry Landing Brooklyn, NY 11201	To support chamber music performance.	3,000
11/2/13	<b>East Coast Greenway Alliance</b> 5315 Highgate Drive, Suite 105 Durham, NC 27713	To support completion of a greenway along the East Coast for walkers and cyclists.	10,000
12/1/13	<b>Beacon Academy</b> 477 Longwood Avenue Boston, MA 02215	To support program to prepare disadvantaged urban students for higher education.	5,000
12/1/13	<b>Emergency Medical Assistance, Inc.</b> P.O. Box 33552 Palm Beach Gardens, FL 33420-3552	To support women's healthcare and reproductive rights for women in need.	5,000
12/6/13	<b>Global Giving Foundation</b> Elizabeth House York Road London SE1 7NQ United Kingdom	To support building of a community school in Zambia	500
12/11/13	<b>Jupiter Symphony Chamber Players</b> 155 West 68th St. New York, NY 10023	To support chamber music performance.	5,000
12/12/13	<b>Freedom From Religion Foundation</b> P.O. Box 750 Madison, WI 53701	To support promotion of separation of church and state.	5,000
12/24/13	<b>The Margaret Sanger Papers Project of NYU</b> King Juan Carlos of Spain Center 53 Washington Square South New York, NY 10012-1098	To support establishment of Margaret Sanger research program and archive.	10,000
12/24/13	<b>Fessenenden House</b> 236 Warburton Ave. Yonkers, NY 10701-2226	To support home for men with substance abuse and mental health problems.	2,000

**ANDERSON-ROGERS FOUNDATION GRANTS**  
2013

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**ANDERSON-ROGERS FOUNDATION GRANTS**

**2013**

12/24/13	<b>Center for Biological Diversity</b> P.O. Box 710 Tucson, AZ 85702-0710	To support the Population and Sustainability Fund.	5,000
12/24/13	<b>Natural Resources Defense Council</b> 40 West 20th St. New York, NY 10011	To support environmental advocacy.	3,000
12/29/13	<b>PARTAKERS</b> 230 Central St. Auburndale, MA 02466	To support mentoring and education programs for inmates of Massachusetts prisons.	5,000
<b>TOTAL</b>			<b>359,500</b>

6

**ANDERSON-ROGERS FOUNDATION GRANTS  
2013**

12/24/13	<b>Center for Biological Diversity</b> P.O. Box 710 Tucson, AZ 85702-0710	To support the Population and Sustainability Fund.	5,000
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