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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury

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

2013

Internal Revenue Service

Do not enter Social Security numbers on this form as it may be made public.

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

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation RODMAN FOUNDATION		A Employer identification number 23-7025570
Number and street (or P.O. box number if mail is not delivered to street address) 30 EAST SEVENTH STREET, SUITE 2000	Room/suite	B Telephone number 6512280935
City or town, state or province, country, and ZIP or foreign postal code ST PAUL, MN 55101-4930		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,592,227.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		160,454.	120,597.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		150,381.			STATEMENT 1
b Gross sales price for all assets on line 6a	1,173,717.				
7 Capital gain net income (from Part IV, line 2)			215,925.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		1,239.	32,643.	0.	STATEMENT 3
12 Total. Add lines 1 through 11		312,074.	369,165.	0.	
13 Compensation of officers, directors, trustees, etc.		20,000.	0.	0.	20,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	27,253.	3,951.	0.	21,802.
c Other professional fees					
17 Interest		1.	2,076.	0.	0.
18 Taxes	STMT 5	10,614.	3,155.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 6	1,100.	27,994.	0.	1,100.
24 Total operating and administrative expenses. Add lines 13 through 23		58,968.	37,176.	0.	42,902.
25 Contributions, gifts, grants paid		175,000.			170,500.
26 Total expenses and disbursements. Add lines 24 and 25		233,968.	37,176.	0.	213,402.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		78,106.			
b Net investment income (if negative, enter -0-)			331,989.		
c Adjusted net income (if negative, enter -0-)				0.	

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LHA For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

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2013.05000 RODMAN FOUNDATION

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value			
Assets	1 Cash - non-interest-bearing						
	2 Savings and temporary cash investments						
	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						
	b Investments - corporate stock	STMT 8	2,604,542.	2,723,469.	3,719,769.		
	c Investments - corporate bonds	STMT 9	1,143,469.	1,092,886.	1,123,030.		
		11 Investments - land, buildings, and equipment basis ▶					
Less accumulated depreciation ▶							
12 Investments - mortgage loans							
13 Investments - other		STMT 10	576,060.	587,562.	749,428.		
14 Land, buildings, and equipment basis ▶							
Less accumulated depreciation ▶							
15 Other assets (describe ▶)							
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			4,324,071.	4,403,917.	5,592,227.		
Liabilities		17 Accounts payable and accrued expenses					
		18 Grants payable					
	19 Deferred revenue						
	20 Loans from officers, directors, trustees, and other disqualified persons						
	21 Mortgages and other notes payable						
	22 Other liabilities (describe ▶)						
	23 Total liabilities (add lines 17 through 22)		0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ <input type="checkbox"/>						
	24 Unrestricted						
	25 Temporarily restricted						
	26 Permanently restricted						
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/>						
	27 Capital stock, trust principal, or current funds		0.	0.			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		4,324,071.	4,403,917.			
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.			
	30 Total net assets or fund balances		4,324,071.	4,403,917.			
	31 Total liabilities and net assets/fund balances		4,324,071.	4,403,917.			

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	4,324,071.
2 Enter amount from Part I, line 27a	2	78,106.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	1,740.
4 Add lines 1, 2, and 3	4	4,403,917.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,403,917.

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 1,173,717.		957,792.	215,925.

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			215,925.

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	215,925.
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	142,473.

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	269,924.	4,864,098.	.055493
2011	237,731.	4,826,828.	.049252
2010	212,593.	4,612,137.	.046094
2009	236,713.	3,907,953.	.060572
2008	256,781.	4,803,664.	.053455

2 Total of line 1, column (d)	2	.264866
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	.052973
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	5,247,722.
5 Multiply line 4 by line 3	5	277,988.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,320.
7 Add lines 5 and 6	7	281,308.
8 Enter qualifying distributions from Part XII, line 4	8	213,402.

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	6,640.
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-)		2	0.
3 Add lines 1 and 2		3	6,640.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	6,640.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,250.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	5,250.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	10,500.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,860.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 3,860. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year? N/A	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) MN		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► FIDUCIARY COUNSELLING, INC	Telephone no. ►	651-228-0935	
	Located at ► 30 E. 7TH ST, STE 2000, ST. PAUL, MN	ZIP+4 ►	55101-4930	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year		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?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►				X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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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)?

Organizations relying on a current notice regarding disaster assistance check here ☐

5b

X

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?

SEE STATEMENT 12 ☒ 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

7b

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

N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 11		20,000.	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
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
	0.
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 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	4,728,096.
b	Average of monthly cash balances	1b	
c	Fair market value of all other assets	1c	599,541.
d	Total (add lines 1a, b, and c)	1d	5,327,637.
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	5,327,637.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	79,915.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,247,722.
6	Minimum investment return. Enter 5% of line 5	6	262,386.

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	262,386.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,640.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,640.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	255,746.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	255,746.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	255,746.

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	213,402.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	213,402.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	213,402.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				255,746.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			174,771.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 213,402.				
a Applied to 2012, but not more than line 2a			174,771.	
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				38,631.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				217,115.
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	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED				175,000.
Total			3a	175,000.
b Approved for future payment				
NONE				
Total			3b	0.

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

Department of the Treasury
Internal Revenue Service

► File a separate application for each return.

► Information about Form 8868 and its instructions is at www.irs.gov/form8868.

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

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

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

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

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

Part I only ☐*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.***Enter filer's identifying number**

Type or print	Name of exempt organization or other filer, see instructions. RODMAN FOUNDATION	Employer identification number (EIN) or 23-7025570
File by the due date for filing your return. See instructions.	Number, street, and room or suite no. If a P.O. box, see instructions. 30 EAST SEVENTH STREET, SUITE 2000	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. ST PAUL, MN 55101-4930	

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

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

FIDUCIARY COUNSELLING, INC

- The books are in the care of ► **30 E. 7TH ST, STE 2000, ST. PAUL, MN - 55101-4930**
Telephone No. ► **651-228-0935** Fax No. ► **651-228-0776**

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

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

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$ 10,500.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$ 5,250.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$ 5,250.

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

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

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

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

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

Enter filer's identifying number, see instructions	
Type or print	Name of exempt organization or other filer, see instructions.
File by the due date for filing your return. See instructions.	RODMAN FOUNDATION
	Number, street, and room or suite no. If a P.O. box, see instructions.
	30 EAST SEVENTH STREET, SUITE 2000
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.
	ST PAUL, MN 55101-4930
	Employer identification number (EIN) or
	23-7025570
	Social security number (SSN)

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

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

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

- FIDUCIARY COUNSELLING, INC
- The books are in the care of ☒ 30 E. 7TH ST, STE 2000, ST. PAUL, MN - 55101-4930
Telephone No. ☒ 651-228-0935 Fax No. ☒ 651-228-0776
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 4 I request an additional 3-month extension of time until NOVEMBER 15, 2014.
- 5 For calendar year 2013, or other tax year beginning , and ending .
- 6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period
- 7 State in detail why you need the extension
THE TAXPAYER IS A PARTNER IN SEVERAL PARTNERSHIPS AND HAS NOT YET RECEIVED THEIR 2013 PARTNERSHIP K-1S. THEREFORE WE REQUEST AN ADDITIONAL EXTENSION TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	10,500.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	10,500.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

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

Signature ☒ [Signature] Title ☒ TAX PREPARER Date ☒ 8-13-14

Form 8868 (Rev. 1-2014)

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED VARIOUS	DATE SOLD VARIOUS
PUBLICLY TRADED SECURITIES	1,031,011.	954,407.	0.	0.	76,604.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED 12/01/05	DATE SOLD 10/03/13
LONG TERM WASH SALE ADJ	142.	142.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED PURCHASED	(F) DATE ACQUIRED	DATE SOLD
LTCGD BOOK TO TAX ADJ	26,943.	26,943.	0.	0.	0.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LITIGATION PROCEEDS	467.	0.	0.		0.	467.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF II	1,476.	1,476.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF II	28,507.	28,507.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF II	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1256 THRU CPOF II	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF III	751.	751.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF III	8,459.	8,459.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF III	836.	836.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1256 THRU CPOF III	4.	4.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
STCG THRU CPOF IV	414.	414.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LTCG THRU CPOF IV	1,358.	1,358.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 THRU CPOF IV	39.	39.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
STCG THRU SIT OPPORTUNITY BOND FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LTCG THRU SIT OPPORTUNITY BOND FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	73,310.
TOTAL TO FORM 990-PF, PART I, LINE 6A	150,381.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	2
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS	150,811.	0.	150,811.	120,597.	0.
LTCGD	73,310.	73,310.	0.	0.	0.
STCGD	9,643.	0.	9,643.	0.	0.
TO PART I, LINE 4	233,764.	73,310.	160,454.	120,597.	0.

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
FEDERAL EXCISE REFUND	1,000.	0.	0.
FEDERAL UBTI REFUND	239.	0.	0.
THRU CPOF II, #20-2825162	0.	0.	0.
ORDINARY INCOME	0.	174.	0.
LESS: UBTI/PLUS UBTI LOSS	0.	-620.	0.
NET RENTAL INCOME/LOSS	0.	16.	0.
OTHER RENTAL REAL ESTATE			
INCOME/LOSS	0.	223.	0.
INTEREST INCOME	0.	2,334.	0.
ORDINARY DIVIDENDS	0.	4,500.	0.
ROYALTIES	0.	11.	0.
OTHER PORTFOLIO INCOME	0.	68.	0.
CANCELLATION OF DEBT INCOME	0.	87.	0.
OTHER INCOME/LOSS	0.	9,541.	0.
CPOF III, #26-2251284	0.	0.	0.
ORDINARY INCOME	0.	-169.	0.
LESS: UBTI/PLUS UBTI LOSS	0.	-151.	0.
NET RENTAL INCOME/LOSS	0.	21.	0.
OTHER RENTAL REAL ESTATE			
INCOME/LOSS	0.	306.	0.
INTEREST INCOME	0.	1,441.	0.
DIVIDENDS	0.	2,159.	0.
ROYALTY	0.	115.	0.
OTHER PORTFOLIO INCOME	0.	-39.	0.
CANCELLATION OF DEBT INCOME	0.	15.	0.
OTHER INCOME/LOSS	0.	971.	0.
THRU CPOF IV, 45-2978316	0.	0.	0.
ORDINARY INCOME	0.	-303.	0.
LESS: UBTI/PLUS UBTI LOSS	0.	180.	0.
INTEREST INCOME	0.	276.	0.
DIVIDENDS	0.	2,392.	0.
OTHER PORTFOLIO INCOME	0.	6.	0.
OTHER INCOME/LOSS	0.	131.	0.
THRU SPELL CAPITAL MEZZANINE, 37-1661465	0.	0.	0.
ORDINARY INCOME	0.	-846.	0.
LESS: UBTI/PLUS UBTI LOSS	0.	846.	0.
INTEREST INCOME	0.	6,300.	0.
THRU SIT OPPORTUNITY BOND FUND, 41-1966452	0.	0.	0.
INTEREST INCOME	0.	2.	0.
ORDINARY DIVIDENDS	0.	2,656.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	1,239.	32,643.	0.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING & TAX SERVICE	27,253.	3,951.	0.	21,802.
TO FORM 990-PF, PG 1, LN 16B	27,253.	3,951.	0.	21,802.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN WITHHELD	0.	2,980.	0.	0.
2013 FEDERAL EXCISE TAX	5,250.	0.	0.	0.
2012 FEDERAL EXCISE TAX				
EXTENSION PAYMENT	5,125.	0.	0.	0.
2013 FEDERAL UBTI TAX	239.	0.	0.	0.
FOREIGN TAXES THRU CPOF II	0.	107.	0.	0.
FOREIGN TAXES THRU CPOF				
III	0.	62.	0.	0.
FOREIGN TAXES THRU CPOF IV	0.	6.	0.	0.
TO FORM 990-PF, PG 1, LN 18	10,614.	3,155.	0.	0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MEMBERSHIP FEE	1,075.	0.	0.	1,075.
STATE FILING FEE	25.	0.	0.	25.
THRU CPOF II	0.	0.	0.	0.
SEC. 179	0.	5.	0.	0.
ROYALTY DEDUCTIONS	0.	4.	0.	0.
SEC. 59 E (2)	0.	270.	0.	0.
PORTFOLIO DEDUCTIONS	0.	9,746.	0.	0.
PORTFOLIO DEDUCTIONS	0.	14.	0.	0.
OTHER DEDUCTIONS	0.	204.	0.	0.
THRU CPOF III	0.	0.	0.	0.
ROYALTY DEDUCTIONS	0.	97.	0.	0.
SEC. 59 E (2)	0.	120.	0.	0.

RODMAN FOUNDATION

23-7025570

PORTFOLIO DEDUCTIONS	0.	6,386.	0.	0.
PORTFOLIO DEDUCTIONS	0.	13.	0.	0.
OTHER DEDUCTIONS	0.	80.	0.	0.
THRU CPOF IV	0.	0.	0.	0.
SEC. 59 E (2)	0.	14.	0.	0.
PORTFOLIO DEDUCTIONS	0.	4,774.	0.	0.
PORTFOLIO DEDUCTIONS	0.	2.	0.	0.
OTHER DEDUCTIONS	0.	7.	0.	0.
THRU SPELL CAPITAL MEZZANINE PARTNERS	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	5,965.	0.	0.
THRU SIT OPPORTUNITY BOND FUND	0.	0.	0.	0.
PORTFOLIO DEDUCTIONS	0.	293.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,100.	27,994.	0.	1,100.

FORM 990-PF OTHER INCREASES IN NET ASSETS OR FUND BALANCES STATEMENT 7

DESCRIPTION	AMOUNT
OTHER ADJUSTMENTS	1,739.
ROUNDING	1.
TOTAL TO FORM 990-PF, PART III, LINE 3	1,740.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CLEARING	-37,213.	-37,213.
FIDELITY CASH RESERVES	42,202.	42,202.
BARON ASSET FUND	0.	0.
OAKMARK SELECT FD	190,456.	279,008.
SELECTED AMERICAN SHARES CL D	206,200.	273,151.
VANGUARD PRIMECAP CORE FD	164,030.	271,379.
CLEARWATER SMALL CAP FUND	146,152.	210,435.
ROYCE MICRO CAP TRUST INC	148,873.	240,069.
ROYCE VALUE TR INC	126,411.	201,198.
AMERICAN EUROPACIFIC GR CL F2	139,857.	292,154.
DODGE & COX INTL STOCK FD	110,524.	145,735.
MSDW INSTITUTIONAL INTL EQUITY	118,417.	143,632.
ROYCE GLOBAL VALUE TRUST INC	15,895.	15,744.
TEMPLETON INST FOREIGN SM COS	151,013.	282,116.
PARAMETRIC T-M EMERGING MKTS INSTL	259,421.	350,438.
TOUCHSTONE EMERGING MARKETS FUND CL I	313,270.	285,808.
HUSSMAN STRATEGIC GROWTH	0.	0.

PIMCO ALL ASSET INST CLASS	144,358.	148,750.
THIRD AVENUE FOCUSED CREDIT INSTL	146,018.	150,934.
WILLIAM BLAIR MACRO ALLOCATION FUND	144,763.	148,613.
EII GLOBAL PROPERTY FUND	113,610.	135,150.
THIRD AVENUE REAL ESTATE	79,212.	140,466.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,723,469.	3,719,769.

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE TOTAL RETURN BOND FD	213,790.	205,268.
LOOMIS SAYLES BOND INSTL	186,740.	214,068.
PIMCO EMERGING MARKETS BOND FD	201,706.	203,093.
SIT OPPORTUNITY BOND FUND, LLC	290,000.	291,888.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	200,650.	208,713.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,092,886.	1,123,030.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLEARWATER PRIV OPP FD II	COST	331,977.	465,420.
CLEARWATER PRIV OPP FD III	COST	149,086.	181,906.
CLEARWATER PRIV OPP FD IV	COST	58,500.	60,718.
SPELL CAPITAL MEZZANINE PARTNERS	COST		
SBIC LP		48,000.	41,382.
ROUNDING	COST	-1.	2.
TOTAL TO FORM 990-PF, PART II, LINE 13		587,562.	749,428.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 11

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
E. RODMAN TITCOMB, JR. 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/TREASURER 1.00	5,000.	0.	0.
BRUCE L. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/SECRETARY 1.00	5,000.	0.	0.
DANIEL C. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/VICE PRESIDENT 1.00	5,000.	0.	0.
FREDERICK W. TITCOMB 30 EAST SEVENTH STREET, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR/PRESIDENT 1.00	5,000.	0.	0.
EDWARD R. TITCOMB (DECEASED 2011)	0.00	0.	0.	0.
JULIE C. TITCOMB (DECEASED 2010)	0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		20,000.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT
PART VII-B, LINE 5C

STATEMENT 12

GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

GRANTEE'S ADDRESS

30 EAST SEVENTH STREET, SUITE 2000
ST. PAUL, MN 55101-4930

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
4,500.	12/16/13	4,500.

PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANT-MAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

DATES OF REPORTS BY GRANTEE

ANNUAL REPORT AVAILABLE AFTER MAY 15, 2014

ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER THE PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 13

NAME OF MANAGER

EDWARD R. TITCOMB (DECEASED 2011)
JULIE C. TITCOMB (DECEASED 2010)

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 14

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

FREDERICK W. TITCOMB, PRESIDENT
30 EAST SEVENTH ST, SUITE 2000
ST. PAUL, MN 55101-4930

TELEPHONE NUMBER

651-228-0935

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE MADE IN WRITING BUT NEED NOT BE SUBMITTED IN ANY
PARTICULAR FORM.

ANY SUBMISSION DEADLINES

PROPOSALS ARE CONSIDERED THROUGHOUT THE YEAR.

RESTRICTIONS AND LIMITATIONS ON AWARDS

THE DIRECTORS HAVE NOT ADOPTED ANY RESTRICTIONS OR LIMITATIONS WITH REGARD
TO THE GRANT REQUESTS THAT WILL BE CONSIDERED.

The Rodman Foundation

30 E. 7th Street, Suite 2000 | St. Paul, MN 55101-4930

Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Agros International	2225 4th Avenue, 2nd Floor Seattle, WA 98103	Yes	General operating support	12/17/2013	\$ 2,000.00
American Red Cross	PO Box 37242 Washington, DC 20013	Yes	General operating support	12/17/2013	\$1,000.00
Arthritis Foundation	PO Box 96280 Washington, DC 20077-7491	Yes	General operaint support	12/17/2013	\$1,000.00
Autism Speaks	5455 Wilshire Blvd, Suite 2250 Los Angeles, CA 90036	Yes	General operating support	12/17/2013	\$500.00
Bath & Tennis Historic Building Preservation Foundation Inc.	1170 South Ocean Blvd. Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$2,500.00
Beacon Interfaith Housing Collaborative	2610 University Avenue W, Suite 100 St. Paul, MN 55114	Yes	General operating support	11/5/2013	\$200.00
Bighorn Golf Club Charities	255 Palowet Drive Palm Desert, CA 92260	Yes	General operating support	12/17/2013	\$3500.00
Carlton College	1 Cenrec One North College Street Northfield, MN 55057	Yes	General operating support	12/17/2013	\$1000.00
Carlton Community Church	500 East Main Carlton, OR 97111	Yes	General operating support	12/17/2013	\$2,500.00

The Rodman Foundation

30 E. 7th Street, Suite 2000 | St. Paul, MN 55101-4930

Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Cazenovia College	22 Sullivan Street Cazenovia, NY 13035	Yes	Rev. Dr. Cecily Titcomb Scholarship Fund	12/17/2013	\$5,000.00
Center for Human Services	17018 15th Avenue N.E. Shoreline, WA 98155	Yes	General operating support	12/17/2013	\$1,000.00
Chapman Elementary PTA	1445 NW 26th Avenue Portland, OR 97210	Yes	General operating support	12/17/2013	\$1000.00
Chicago Bar Foundation	321 South Plymouth Court, Suite 3B Chicago, IL 97630	Yes	Third of a 5-year \$12,500.00 commitment made at the request of Christopher and Blair Titcomb	12/17/2013	\$2,500.00
Childbirth Collective	8926 Knollwood Drive Eden Prairie, MN 55106	Yes	General operating support	12/17/2013	\$ 500.00
Childhaven	316 Broadway Seattle, WA 98122	Yes	General operating support	12/17/2013	\$1,000.00
Common Bond Communities	328 W. Kellogg Blvd St. Paul, MN 55102	Yes	Capital campaign	12/17/2013	\$4,000.00
Common Bond Communities	328 W. Kellogg Blvd St. Paul, MN 55102	Yes	Annual campaign	12/17/2013	\$2,000.00
Community Foundation for Palm Beach and Martin Counties	700 South Dixie Highway, Suite 200 West Palm Beach, FL 33401	Yes	General operating support	12/17/2013	\$2,500.00

The Rodman Foundation

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Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Downtown Emergency Services Center - DESC	515 Third Avenue Seattle, WA 98104	Yes	General operating support	12/17/2013	\$1,000.00
Episcopal Charities of Southeast Florida	8895 North Military Trail, Suite 205-C Palm Beach Gardens, FL 33410	Yes	General operating support	12/17/2013	\$ 500.00
Episcopal Church of Bethesda by the Sea	PO Box 1057 141 South County Road Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$ 4,000.00
Family Partnership	414 South 8th Street Minneapolis, MN 55404-1081	Yes	General operating support	12/17/2013	\$2,000.00
Garden Club of Palm Beach, Inc.	PO Box 2791 Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$ 500.00
Henry Morrison Flagler Museum	One Whitehall Way PO Box 969 Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$1,000.00
Hospice Foundation of Palm Beach County, Inc.	PO Box 269 Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$1,000.00
Institute for Basic and Applied Research Surgery IBARS	7101 York Avenue South, Suite 159 Edina, MN 55435	Yes	General operating support	12/23/2013	\$2500.00
King County Library Foundation	960 Newport Way NW Issaquah, WA 98027	Yes	General operating support	12/17/2013	\$2,500.00

The Rodman Foundation

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Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
KPLU FM 88.5	PO Box 34820 Seattle, WA 98124-1820	Yes	General operating support	12/17/2013	\$5,000.00
KUOW	4518 University Way NE, Suite 310 Seattle, WA 98105-4535	Yes	General operating support	12/17/2013	\$1,000.00
Lawrenceville School	PO Box 6125 2500 Lawrenceville Road Lawrenceville, NJ 08648	Yes	General operating support	12/17/2013	\$700.00
Mental Health Resources	762 Transfer Road, Suite 21 St. Paul, MN 55102	Yes	General operating support	12/17/2013	\$2,000.00
Montessori Training Center of Minnesota	1611 Ames Avenue St. Paul, MN 55106	Yes	General operating support	12/17/2013	\$4,000.00
Mounds Park Academy	Development Office 2051 Larpenteur Avenue East St. Paul, MN 55109	Yes	General operating support	12/17/2013	\$1000.00
National Parks Conservation Association	777 6th Street NW, Suite 700 Washington, DC 20001-3723	Yes	Sun Coast office for general operating support	12/17/2013	\$1,000.00
North Cascades Institute	810 State Route 20 Sedro Woolley, WA 98284	Yes	General operating support	12/17/2013	\$1,000.00
Northwest Harvest	PO Box 12272 Seattle, WA 98102	Yes	General operating support	12/17/2013	\$1,000.00

The Rodman Foundation

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Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Northwest Harvest	PO Box 12272 Seattle, WA 98102	Yes	General operating support	12/17/2013	\$1,000.00
Northwest Watershed Institute	3704 Eddy Street Port Townsend, WA 99368	Yes	General operating support	12/17/2013	\$5,000.00
Norton Museum of Art	1451 South Olive Avenue West Palm Beach, FL 33401	Yes	General operating support	12/17/2013	\$1,000.00
Order of St. John	1850 M Street NW #1070 Washington, DC 20036	Yes	General operating support	12/17/2013	\$1,500.00
Ordway Center for The Performing Arts	345 Washington Street St. Paul, MN 55102	Yes	General operating support	12/17/2013	\$ 500.00
Our Little Roses Foreign Mission Society	PO Box 464 Somerset, VA 22972	Yes	General operating support	12/17/2013	\$1,500.00
Palm Beach Day Academy	241 Seaview Avenue Palm Beach, FL 33480	Yes	for the Capital Campaign	12/17/2013	\$2,000.00
Palm Beach Day Academy	241 Seaview Avenue Palm Beach, FL 33480	Yes	General operating support	12/17/2013	\$300.00
Palm Springs Art Museum	101 Museum Drive Palm Springs, CA 92263	Yes	General operating support	12/17/2013	\$5,000.00
Routt County United Way	PO Box 774005 Steamboat Springs, CO 80477	Yes	General operating support	12/17/2013	\$1000.00

The Rodman Foundation

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Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public		Date	Amount
		Charity	Purpose		
Ryan Licht Sang BiPolar Foundation	875 N. Michigan Avenue, Suite 3100 Chicago, IL 60611	Yes	General operating support	12/17/2013	\$1,500.00
Saint Ambrose of Woodbury School	4125 Woodbury Drive Woodbury, MN 55129	Yes	Classroom technology	12/17/2013	\$ 500.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	Annual Fund	12/17/2013	\$5,000.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	Edward R. Titcomb Endowment Fund	12/17/2013	\$ 1,000.00
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	Edward R. Titcomb Endowment Fund	12/17/2013	\$15,000.00
Seattle Aquarium Society	1415 Western Avenue, Suite 505 Seattle, WA 98101	Yes	General operating support	12/17/2013	\$5,000.00
Seattle Art Museum	1300 1st Avenue Seattle, WA 98101	Yes	General operating support	12/17/2013	\$5,000.00
Seattle Art Museum	1300 1st Avenue Seattle, WA 98101	Yes	General operating support	12/17/2013	\$1,000.00
Seattle Children's Home	2142 Tenth Avenue West Seattle, WA 98119	Yes	General operating support	12/17/2013	\$1,000.00

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Schedule of Contributions Paid in 2013

EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Seattle Repertory Theatre	PO Box 900923 155 Mercer Street Seattle, WA 98109-9982	Yes	General operating support	12/17/2013	\$1,000.00
Senior Services	2208 Second Avenue, Suite 100 Seattle, WA 98121	Yes	General operating support	12/17/2013	\$1,000.00
Somerset Scholarship Fund	1416 Dodd Road Mendota Heights, MN 55118	Yes	General operating support	12/17/2013	\$ 300.00
St. Paul Academy and Summit School	1712 Randolph Avenue St. Paul, MN 55105-2194	Yes	Annual Fund	12/17/2013	\$2,000.00
St. Paul Academy and Summit School	1712 Randolph Avenue St. Paul, MN 55105-2194	Yes	Capital Campaign	12/17/2013	\$8,000.00
St. Paul's Episcopal Church	PO Box 770722 Steamboat Springs, CO 80477	Yes	General operating support	12/17/2013	\$2,000.00
St. Paul's Episcopal Church	PO Box 770722 Steamboat Springs, CO 80477	Yes	General operating support	12/17/2013	\$3,000.00
St. Vincent de Paul of Seattle	5950 4th Avenue Seattle, WA 98108	Yes	General operating support	12/17/2013	\$1,000.00
Strings Music Festival	PO Box 774627 Steamboat Springs, CO 80477	Yes	General operating support	12/17/2013	\$1000.00

The Rodman Foundation

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 Schedule of Contributions Paid in 2013
 EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Teens in Public Service	4530 Union Bay Place NE #140 Seattle, WA 98105	Yes	General operating support	12/17/2013	\$2,500.00
Treehouse	2100 24th Avenue South, Suite 200 Seattle, WA 98144	Yes	General operating support	12/17/2013	\$1,000.00
Twin Cities Public Television	172 East 4th Street St. Paul, MN 55101	Yes	Capital Campaign	12/17/2013	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE, Suite 500 Minneapolis, MN 55455-2010	Yes	Medical Devices Center Fund	12/17/2013	\$3,000.00
University of Puget Sound	1500 North Warner Street, #1087 Tacoma, WA 98416	Yes	the Julie C. Titcomb Scholarship Fund	12/17/2013	\$ 1,000.00
University of Puget Sound	1500 North Warner Street, #1087 Tacoma, WA 98416	Yes	General operating support	12/21/2013	\$ 500.00
University of Puget Sound	1500 North Warner Street, #1087 Tacoma, WA 98416	Yes	\$10,000 Puget Sound Fund \$8,000 Julie C Titcomb Scholarship	12/27/2013	\$18,000.00
West Sylvan Foundation	8111 SW West Slope Drive Portland, OR 97225	Yes	General operating support	12/17/2013	\$1000.00
Weyerhaeuser Family Foundation	30 East Seventh Street, Suite 2000 St. Paul, MN 55101	No	General operating support	12/17/2013	\$2,000.00

The Rodman Foundation
 30 E. 7th Street, Suite 2000 | St. Paul, MN 55101-4930
 Schedule of Contributions Paid in 2013
 EIN 23-7025570

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Weyerhaeuser Family Foundation	30 East Seventh Street, Suite 2000 St. Paul, MN 55101	No	General operating support	12/17/2013	\$2,500.00
William Mitchell College of Law	875 Summit Avenue St. Paul, MN 55105-3076	Yes	Class of 1975 Annual Fund	12/17/2013	\$500.00
Williams College	PO Box 231 Williamstown, MA 01267	Yes	Alumni Fund - Class of 1970	12/17/2013	\$500.00
World Bicycle Relief	1333 North Kingsbury, 4th Floor Chicago, IL 60642	Yes	General operating support	12/17/2013	\$2500.00
Yampa Valley Botanic Park	PO Box 776269 Steamboat Springs, CO 80477	Yes	General operating support	12/17/2013	\$500.00
Grand Totals					\$175,000.00

RODMAN FOUNDATION

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b LONG TERM WASH SALE ADJ		P	12/01/05	10/03/13
c LTCGD BOOK TO TAX ADJ		P		
d LITIGATION PROCEEDS		P		
e STCG THRU CPOF II		P		
f LTCG THRU CPOF II		P		
g SEC. 1231 THRU CPOF II		P		
h SEC. 1256 THRU CPOF II		P		
i STCG THRU CPOF III		P		
j LTCG THRU CPOF III		P		
k SEC. 1231 THRU CPOF III		P		
l SEC. 1256 THRU CPOF III		P		
m STCG THRU CPOF IV		P		
n LTCG THRU CPOF IV		P		
o SEC. 1231 THRU CPOF IV		P		

(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 1,031,011.		954,333.	76,678.
b 142.			142.
c 26,943.			26,943.
d 467.			467.
e 1,476.			1,476.
f 28,507.			28,507.
g		1,120.	-1,120.
h		5.	-5.
i 751.			751.
j 8,459.			8,459.
k 836.			836.
l 4.			4.
m 414.			414.
n 1,358.			1,358.
o 39.			39.

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			** 76,678.
b			** 142.
c			** 26,943.
d			** 467.
e			** 1,476.
f			** 28,507.
g			** -1,120.
h			** -5.
i			** 751.
j			** 8,459.
k			** 836.
l			** 4.
m			** 414.
n			** 1,358.
o			** 39.

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	
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	

RODMAN FOUNDATION

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 STCG THRU SIT OPPORTUNITY BOND FUND		P		
b LTCG THRU SIT OPPORTUNITY BOND FUND		P		
c CAPITAL GAINS DIVIDENDS				
d				
e				
f				
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		1,840.	-1,840.
b		494.	-494.
c 73,310.			73,310.
d			
e			
f			
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			(l) 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			** -1,840.
b			** -494.
c			73,310.
d			
e			
f			
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	215,925.
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	142,473.