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Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Trust Treated as Private Foundation
Do not enter Social Security numbers on this form as it may be made public.

2013

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 RICK AND SUSAN GOINGS FOUNDATION		A Employer identification number 26-0769554
Number and street (or P.O. box number if mail is not delivered to street address) C/O BESSEMER TRUST, 630 FIFTH AVENUE		B Telephone number 516-508-9623
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10111		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) \$ 13,603,130.	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				N/A	
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		228,576.	228,576.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		120,990.			
b Gross sales price for all assets on line 6a 1,107,018.					
7 Capital gain net income (from Part IV, line 2)			120,990.		
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		349,566.	349,566.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 2		2,500.	0.		2,500.
c Other professional fees STMT 3		1,697.	1,697.		0.
17 Interest					
18 Taxes STMT 4		9,576.	2,210.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses					
24 Total operating and administrative expenses. Add lines 13 through 23		13,773.	3,907.		2,500.
25 Contributions, gifts, grants paid		510,341.			510,341.
26 Total expenses and disbursements. Add lines 24 and 25		524,114.	3,907.		512,841.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<174,548.>			
b Net investment income (if negative, enter -0-)			345,659.		
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	368,762.	190,743.	190,743.
	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 5	11,307,634.	11,311,105.	13,412,387.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
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)	11,676,396.	11,501,848.	13,603,130.	
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 <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	11,676,396.	11,501,848.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	11,676,396.	11,501,848.	
	31 Total liabilities and net assets/fund balances	11,676,396.	11,501,848.	

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	11,676,396.
2 Enter amount from Part I, line 27a	2	<174,548.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	11,501,848.
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	11,501,848.

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 PUBLICLY TRADED SECURITIES		P	VARIOUS	VARIOUS
b CAPITAL GAINS DIVIDENDS				
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 989,500.		986,028.	3,472.
b 117,518.			117,518.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) 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			3,472.
b			117,518.
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	120,990.
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	389,000.	9,582,173.	.040596
2011	391,500.	7,197,066.	.054397
2010	278,500.	5,443,254.	.051164
2009	289,808.	2,076,926.	.139537
2008	41,461.	994,582.	.041687

2 Total of line 1, column (d)	2	.327381
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	.065476
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	12,715,967.
5 Multiply line 4 by line 3	5	832,591.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,457.
7 Add lines 5 and 6	7	836,048.
8 Enter qualifying distributions from Part XII, line 4	8	512,841.

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	6,913.
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		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	6,913.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	6,913.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	3,504.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	
a 2013 estimated tax payments and 2012 overpayment credited to 2013		6d	
b Exempt foreign organizations - tax withheld at source		7	3,504.
c Tax paid with application for extension of time to file (Form 8868)		8	
d Backup withholding erroneously withheld		9	3,409.
7 Total credits and payments. Add lines 6a through 6d		10	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached		11	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>			

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
1c 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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) FL		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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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? Website address ► N/A	13	X	
14	The books are in care of ► BESSEMER TRUST CO Located at ► 630 FIFTH AVENUE, NEW YORK, NY	Telephone no. ► 516-508-9623 ZIP+4 ► 10111		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
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 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		1c
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 <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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
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

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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)?

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

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

X

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

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

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
EVERETT V. GOINGS	TRUSTEE			
C/O BESSEMER TRUST CO., N.A.				
FIFTH AVENUE, NY 10111	3.00	0.	0.	0.
SUSAN PORCARO GOINGS	TRUSTEE			
C/O BESSEMER TRUST CO., N.A.				
FIFTH AVENUE, NY 10111	3.00	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
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	
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	12,618,470.
b	Average of monthly cash balances	1b	291,141.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	12,909,611.
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	12,909,611.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	193,644.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	12,715,967.
6	Minimum investment return. Enter 5% of line 5	6	635,798.

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	635,798.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	6,913.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,913.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	628,885.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	628,885.
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	628,885.

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	512,841.
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	512,841.
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	512,841.

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				628,885.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009	174,985.			
c From 2010	9,522.			
d From 2011	51,232.			
e From 2012				
f Total of lines 3a through e	235,739.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 512,841.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				512,841.
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).)	116,044.			116,044.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	119,695.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	119,695.			
10 Analysis of line 9:				
a Excess from 2009	58,941.			
b Excess from 2010	9,522.			
c Excess from 2011	51,232.			
d Excess from 2012				
e Excess from 2013				

N/A

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

[illegible]

N/A

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				
BOYS & GIRLS CLUB OF AMERICA 1275 PEACHTREE STREET NE ATLANTA, GA 30309	NONE	EXEMPT	GENERAL PURPOSE	50,000.
ROLLIN'S COLLEGE 1000 HOLT AVE WINTER PARK, FL 32789	NONE	EXEMPT	GENERAL PURPOSE	200,000.
UNITED WAY OF CENTRAL FLORIDA PO BOX 1357 HIGHLAND CITY, FL 33846	NONE	EXEMPT	GENERAL PURPOSE	40,000.
WILLIAM COLLEGE 880 MAIN STREET WILLIAMSTOWN, MA 01267	NONE	EXEMPT	GENERAL PURPOSE	10,000.
WORLD FOOD PROGRAM USA 1725 EYE STREET WASHINGTON, DC 20006	NONE	EXEMPT	GENERAL PURPOSE	1,000.
Total	SEE CONTINUATION SHEET(S)			510,341.
b Approved for future payment				
NONE				
Total				0.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HAMILTON HOLT SCHOOL S KNOWLES AVENUE WINTER PARK, FL 32789	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	10,000.
FRIENDS OF ST BENEDICT 5150 MACOMB ST NW WASHINGTON, DC 20016	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	5,000.
OMYGA ORLANDO MINORITY YOUTH GOLF 708 W, JACKSON STREET ORLANDO, FL 32805	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	6,000.
BOYS & GIRLS CLUB OF GASTONIA 310 S BOYD ST, GASTONIA GASTONIA, NC 28052	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	1,341.
TUPPERWARE FOUNDATION 14901 SOUTH ORANGE BLOSSOM TRAIL ORLANDO, FL 32837-6600	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	2,500.
ROLLIN'S FUND POST OFFICE BOX 864168 ORLANDO, FL 32886-4168	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	25,000.
BOYS & GIRLS CLUB ARC P. O. BOX 774 BERKELEY, CA 94701	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	11,000.
AMERICAN SOCIETY OF THE FRENCH LEGION OF HONOR 740 MADISON AVE STE 5S NEW YORK, NY 10021	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	10,000.
CHELSEA BOYS & GIRLS CLUB 30 WILLOW ST CHELSEA, MA 02150	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	1,000.
WALDENSTROM FOUNDATION 6144 CLARK CENTER AVE SARASOTA, FL 34238	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	1,000.
Total from continuation sheets				209,341.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BOYS & GIRLS CLUB OF HEMINGWAY 51 LEWIS RD HEMINGWAY, SC 29554	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	50,000.
BOYS & GIRLS CLUB METRO ATLANTA 63 AUBURN AVE NE ATLANTA, GA 30303	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	45,000.
COMMUNITY BASED CARE OF CENTRAL FL 4001 PELEE ST STE 200 ORLANDO, FL 32817-3100	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	10,000.
STRENGTHEN ORLANDO - SPRING RAND BUILDING 400 S ORANGE AVE ORLANDO, FL 32801-3302	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	5,000.
HOSPICE OF NORTH SHORE 75 SYLVAN STREET, SUITE B-102 DANVERS, MA 01923	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	5,000.
CMEF 233 SAN JUAN DR PONTE VEDRA, FL 32082-1817	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	10,000.
DAVID ERDMANN SCHOLARSHIP FUND POST OFFICE BOX 864168 ORLANDO, FL 32886-4168	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	5,000.
GENTLE GIANT DRAFT HORSE RESCUE 17250 OLD FREDERICK ROAD MOUNT AIRY, MD 21771	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	2,000.
BOYS & GIRLS CLUBS OF SOUTH CENTRAL KANSAS 2400 N. OPPORTUNITY DR. WICHITA, KS 67219	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	2,000.
ONE EAST SIXTIETH STREET HISTORICAL FOUNDATION 1 E 60TH ST NEW YORK, NY 10022	NONE	EXEMPT	GENERAL EXEMPT PURPOSE	2,500.
Total from continuation sheets				

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	
BESSEMER TRUST	346,094.	117,518.	228,576.	228,576.		
TO PART I, LINE 4	346,094.	117,518.	228,576.	228,576.		

FORM 990-PF		ACCOUNTING FEES			STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FINANCIAL SERVICE FEES	2,500.	0.		2,500.		
TO FORM 990-PF, PG 1, LN 16B	2,500.	0.		2,500.		

FORM 990-PF		OTHER PROFESSIONAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
INVESTMENT SERVICE FEE	1,697.	1,697.		0.		
TO FORM 990-PF, PG 1, LN 16C	1,697.	1,697.		0.		

FORM 990-PF		TAXES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES		
FOREIGN TAX	2,210.	2,210.		0.		
2012 BALANCE DUE WITH EXTENSION	7,000.	0.		0.		
2011 ADD'L ASSESSENT	366.	0.		0.		
TO FORM 990-PF, PG 1, LN 18	9,576.	2,210.		0.		

FORM 990-PF	CORPORATE STOCK	STATEMENT	5
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
SEE ATTACHED	11,311,105.	13,412,387.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	11,311,105.	13,412,387.	

Statement dated December 31, 2013

RICK & SUSAN GOINGS FOUND

Trade date basis

ACCOUNT HOLDINGS SUMMARY

	Tax cost	Market value	Percent of account
Cash and Short Term	\$190,743	\$190,743	1.4%
Fixed Income	2,213,476	2,140,611	15.7
Large Cap Core	1,456,384	1,779,006	13.1
Large Cap Strategies	2,292,472	2,796,973	20.6
Large Cap - U S.	2,199,490	3,169,212	23.3
Global Small & Mid Cap	1,396,411	1,730,036	12.7
Global Opportunities	1,234,974	1,367,487	10.1
Real Return / Commodities	517,898	429,062	3.2
Total value of account	\$11,501,848	\$13,603,130	100.0%

	Unrealized gain/(loss) Amount	Percent	Estimated annual income	Current yield
	(72,865)	(3.3)	\$19	0.01%
	322,622	22.2	44,341	2.07
	504,501	22.0	26,924	1.51
	1,571,028	98.3	18,616	0.67
	333,625	23.9	83,144	2.62
	132,513	10.7	13,393	0.77
	(88,836)	(17.2)	46,563	3.41
	\$2,702,588	24.8%	\$234,186	1.72%

ACCOUNT HOLDINGS

Statement dated December 31, 2013
 RICK & SUSAN GOINGS FOUND
 Trade date basis

Cash and Short Term

CASH AVAILABLE (8G8431)	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
CASH AVAILABLE (8H3097)			31		\$12	< 0.1%			
FED GOVT OBLIG FUND #395 (8G8431)	190,700	1.00	190,700	1.000	190,700	100.0		19	0.01

Total cash and short term

\$190,743

\$190,743 100.0%

\$19

Fixed Income

Funds

OW FIXED INCOME FUND BOOK COST 2,213,425	191,126,026	\$11.58	\$2,213,476	\$11.200	\$2,140,611	100.0%	(\$72,865)	\$44,341	2.07%
Total fixed income			\$2,213,476		\$2,140,611	100.0%	(\$72,865)	\$44,341	2.07%

Large Cap Core - Global

Large cap core funds

OW LARGE CAP CORE FD BOOK COST 1,454,996	125,813,790	\$11.58	\$1,456,384	\$14.140	\$1,779,006	100.0%	\$322,622	\$26,924	1.51%
Total large cap core - global			\$1,456,384		\$1,779,006	100.0%	\$322,622	\$26,924	1.51%

Statement dated December 31, 2013

RICK & SUSAN COINGS FOUND

Trade date basis

Large Cap Strategies

Large cap strategies funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Market value	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW LARGE CAP STRATEGIES FD	224,296,220	\$10.22	\$2,292,472	\$12.470	\$2,796,973	100.0%	\$504,501	\$18,616	0.67%
BOOK COST 2,298,993									
Total large cap strategies			\$2,292,472		\$2,796,973	100.0%	\$504,501	\$18,616	0.67%

Large Cap - U.S.

Consumer discretionary

TUPPERWARE BRANDS CORP (TUP) ¹	33,526	\$47.67	\$2,199,490	\$64.530	\$3,169,212	100.0%	\$1,571,028	\$83,144	2.62%
Total large cap - u.s.			\$2,199,490		\$3,169,212	100.0%	\$1,571,028	\$83,144	2.62%

¹ Restricted

Global Small & Mid Cap

Global small & mid cap funds

OW GLOBAL SML & MID CAP FD	100,700,633	\$13.87	\$1,396,411	\$17.180	\$1,730,036	100.0%	\$333,625	\$13,393	0.77%
BOOK COST 1,396,411									
Total global small & mid cap			\$1,396,411		\$1,730,036	100.0%	\$333,625	\$13,393	0.77%

Statement dated December 31, 2013

RICK & SUSAN GOINGS FOUND

Trade date basis

Global Opportunities

Global opportunities funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW GLOBAL OPPORTUNITIES FD BOOK COST 1,267,151	173,099,657	\$7.13	\$1,234,974	\$7.900	100.0%	\$132,513	\$46,563	3.41%
Total global opportunities			\$1,234,974	\$1,367,487	100.0%	\$132,513	\$46,563	3.41%

Real Return / Commodities

Real return funds

	Shares/units	Average tax cost per share/unit	Tax cost	Market value per share/unit	Percent of asset class	Unrealized gain/loss	Estimated annual income	Current yield
OW REAL RETURN FUND BOOK COST 526,609	51,569,952	\$10.04	\$517,898	\$8.320	100.0%	(\$88,836)	\$1,186	0.28%
Total real return / commodities			\$517,898	\$429,062	100.0%	(\$88,836)	\$1,186	0.28%

Total value of account

			\$11,501,848	\$13,603,130		\$2,702,588	\$234,186	1.72%
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