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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

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OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation ROBERT & TONI BADER CHARITABLE FOUNDATION INC		A Employer identification number 27-4281614	
Number and street (or P O box number if mail is not delivered to street address) 5262 ROLAND DRIVE		B Telephone number (see instructions) (317) 253-9812	
City or town, state or province, country, and ZIP or foreign postal code INDIANAPOLIS, IN 46228		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) \$ 5,917,386	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	75			
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities. . . . .	125,449	124,619		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	102,445			
	b Gross sales price for all assets on line 6a 607,543				
	7 Capital gain net income (from Part IV, line 2) . . .		100,227		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	227,969	224,846		
	13 Compensation of officers, directors, trustees, etc	23,750	975		8,775
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	6,950	3,475		3,475
	c Other professional fees (attach schedule) . . . . .	34,749	34,749		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,208	1,208		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .	22,390	11,195		11,195
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .				
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	89,047	51,602		23,445
	25 Contributions, gifts, grants paid . . . . .	336,500			249,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	425,547	51,602		272,445
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-197,578			
	b <b>Net investment income</b> (if negative, enter -0-)		173,244		
	c <b>Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	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 . . . . .	818,209	398,592	398,592
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .	2,488,768	2,936,447	2,936,447
	c	Investments—corporate bonds (attach schedule). . . . .	577,430	559,171	559,171
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	1,316,898	1,997,125	1,997,125
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	0	26,051	26,051	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	5,201,305	5,917,386	5,917,386	
Liabilities	17	Accounts payable and accrued expenses . . . . .		101,500	
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .	0	101,500	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .	5,201,305	5,815,886	
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	5,201,305	5,815,886	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	5,201,305	5,917,386	

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	5,201,305
2	Enter amount from Part I, line 27a . . . . .	2	-197,578
3	Other increases not included in line 2 (itemize) ▶ _____	3	812,159
4	Add lines 1, 2, and 3 . . . . .	4	5,815,886
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	5,815,886

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	100,227
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 . . . . .		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	159,205	3,955,482	0 040249
2011	148,056	2,550,736	0 058044
2010	0	1,951,709	0 000000
2009			
2008			

2	Total of line 1, column (d). . . . .	2	0 098293
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 032764
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	5,600,767
5	Multiply line 4 by line 3. . . . .	5	183,504
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,732
7	Add lines 5 and 6. . . . .	7	185,236
8	Enter qualifying distributions from Part XII, line 4. . . . . 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	8	272,445

<b>Part VI    Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)</b>		
<b>1a</b> 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)		
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	1,732
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>2</b>	0
<b>3</b> Add lines 1 and 2. . . . .	<b>3</b>	1,732
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	<b>4</b>	0
<b>5</b> <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .	<b>5</b>	1,732
<b>6</b> Credits/Payments		
<b>a</b> 2013 estimated tax payments and 2012 overpayment credited to 2013	<b>6a</b>	1,946
<b>b</b> Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b> Tax paid with application for extension of time to file (Form 8868)	<b>6c</b>	
<b>d</b> Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b> Total credits and payments. Add lines 6a through 6d. . . . .	<b>7</b>	1,946
<b>8</b> Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.	<b>8</b>	
<b>9</b> <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	
<b>10</b> <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	214
<b>11</b> Enter the amount of line 10 to be <b>Credited to 2014 estimated tax</b> 214 <b>Refunded</b> . . . . .	<b>11</b>	0

<b>Part VII-A    Statements Regarding Activities</b>			
<b>1a</b> 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? . . . . .	<b>1a</b>	Yes	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<b>1b</b>		No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>		No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: <b>(1)</b> On the foundation <input type="checkbox"/> \$ 0 <b>(2)</b> On foundation managers <input type="checkbox"/> \$ 0			
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0			
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>		No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>		No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>		No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>		
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>		No
<b>6</b> 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? . . . . .	<b>6</b>	Yes	
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	<b>7</b>	Yes	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> IN			
<b>b</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? <i>If "No," attach explanation.</i>	<b>8b</b>	Yes	
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>		No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	<b>10</b>		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of THOMAS J SPONSEL CPAABV CVA CF Telephone no (317) 608-6699 Located at 251 N ILLINOIS STREET SUITE 450 INDIANAPOLIS IN ZIP+4 46204			
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		
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 instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country			

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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 page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		No
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1 ), (2), or (3), or section 4940(d)(2)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

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

5b

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

☒

c

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

☐ Yes ☐ No

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

6a

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

☐ Yes ☒ No

b

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

6b

No

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

7a

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

☐ Yes ☒ No

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

2

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

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

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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



Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	5,230,191
b	Average of monthly cash balances. . . . .	1b	455,867
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	5,686,058
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	5,686,058
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	85,291
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,600,767
6	Minimum investment return. Enter 5% of line 5. . . . .	6	280,038

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	280,038
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	1,732
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,732
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	278,306
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	278,306
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	278,306

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	272,445
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	272,445
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	1,732
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	270,713
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				278,306
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			19,002	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008. . . . .				
b From 2009. . . . .				
c From 2010. . . . .				
d From 2011. . . . .				
e From 2012. . . . .				
f Total of lines 3a through e. . . . .	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 272,445				
a Applied to 2012, but not more than line 2a			19,002	
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. . . . .				253,443
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 instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				24,863
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a

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

Tax year	Prior 3 years				(e) Total
(a) 2013	(b) 2012	(c) 2011	(d) 2010		
b 85% of line 2a . . . . .					
c Qualifying distributions from Part XII, line 4 for each year listed . . . . .					
d Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test—enter					
(1) Value of all assets . . . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . . .					
c "Support" alternative test—enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

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

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

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

FOUNDATION GRANT COMMITTEE CO JOSHU  
5262 ROLAND DRIVE  
INDIANAPOLIS, IN 46228  
(317) 608-6699

b

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

THE FOUNDATION DOES NOT REQUIRE A SPECIFIC FORM OR APPLICATION

c

Any submission deadlines

REQUESTS WILL BE EVALUATED AS RECEIVED, THERE IS NO SUBMISSION DEADLINE

d

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

THE FOUNDATION, AS STATED IN ITS BYLAWS, WILL MAKE CONTRIBUTIONS TO QUALIFIED EXEMPT ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE FOR, BUT NOT LIMITED TO, THE FOLLOWING PURPOSES: LITERACY, JEWISH EDUCATION, NATIONWIDE RECYCLING PROGRAMS, ALTERNATIVE ENERGY, CLASSICAL MUSICAL EDUCATION, PUBLIC RADIO AND TELEVISION, MUSEUMS, WILDLIFE CONSERVATION, THEATRE, MUSIC EDUCATION, AIDS/HIV RESEARCH, HEMOPHILIA RESEARCH, AND FOOD FOR THE HUNGRY.

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	249,000
b Approved for future payment See Additional Data Table				
Total . . . . .			3b	87,500

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)

Part XVII

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

1

Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a

Transfers from the reporting foundation to a noncharitable exempt organization of

(1)

Cash.

(2)

Other assets.

b

Other transactions

(1)

Sales of assets to a noncharitable exempt organization.

(2)

Purchases of assets from a noncharitable exempt organization.

(3)

Rental of facilities, equipment, or other assets.

(4)

Reimbursement arrangements.

(5)

Loans or loan guarantees.

(6)

Performance of services or membership or fundraising solicitations.

c

Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

d

If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

Yes

No

1a(1)

No

1a(2)

No

1b(1)

No

1b(2)

No

1b(3)

No

1b(4)

No

1b(5)

No

1b(6)

No

1c

No

(a) Line No	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

2a

Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

Yes

No

b

If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

\*\*\*\*\*

Signature of officer or trustee

2014-04-28

Date

\*\*\*\*\*

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

Yes

No

Paid Preparer Use Only

Print/Type preparer's name  
NICHOLAS C  
HOPKINS CPA

Preparer's Signature

Date

Check if self-employed

PTIN  
P00983298

Firm's name 

SPONSEL CPA GROUP LLC

Firm's EIN 

27-0851983

Firm's address 

251 N ILLINOIS ST STE 450 INDIANAPOLIS, IN 46204

Phone no 

(317) 608-6699

Form 990-PF (2013)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
ENCANA CORPORATION		2012-12-11	2013-09-19
DISCOVER BANK GREENWOOD		2010-09-30	2013-05-13
DU PONT E I DE NEMOURS & COMPANY		2011-11-08	2013-03-05
ENCANA CORPORATION		2012-05-17	2013-09-19
GENERAL ELECTRIC CAPITAL CORPORATION		2011-03-24	2013-04-15
HEINZ H J COMPANY		2011-10-04	2013-12-19
MCDONALDS CORPORATION		2011-01-26	2013-10-17
PRUDENTIAL FINANCIAL, INC		2010-09-30	2013-07-15
YUM BRANDS INC		2011-03-15	2013-07-23
DIFFERENCE IN CAPITAL GAIN DIST		2013-12-31	2013-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
22,276		26,490	-4,214
50,000		52,500	-2,500
85,663		85,995	-332
66,829		73,627	-6,798
25,000		25,000	0
108,238		73,726	34,512
71,150		56,957	14,193
50,000		50,000	0
84,968		60,803	24,165
2,218		2,218	0
41,201			41,201



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4,214
			-2,500
			-332
			-6,798
			0
			34,512
			14,193
			0
			24,165
			0
			41,201


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ROBERT N BADER	CHAIRMAN/PRESIDENT 5 00	1,500	0	0
5262 ROLAND DRIVE INDIANAPOLIS,IN 46228				
TONI R BADER	SECRETARY/TREASURER 5 00	1,500	0	0
5262 ROLAND DRIVE INDIANAPOLIS,IN 46228				
SARA MEYER	DIRECTOR 1 00	1,250	0	0
43-16 204TH STREET BAYSIDE,NY 11361				
JAIME CARMODY	DIRECTOR 1 00	1,500	0	0
11640 THISTLEHILL DRIVE LOVELAND,OH 45140				
JOSHUA BADER	DIRECTOR 1 00	1,250	0	0
1318 W CORNELIA AVE CHICAGO,IL 60657				
DANIELLE BADER	DIRECTOR 1 00	1,500	0	0
1122 E 57TH STREET INDIANAPOLIS,IN 46220				
THOMAS J SPONSEL	DIRECTOR 1 00	1,250	0	0
251 N ILLINOIS STREET SUITE 450 INDIANAPOLIS,IN 46204				

**Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).**

ROBERT N BADER
TONI R BADER

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
826 NATIONAL 44 GOUGH ST STE 206 SAN FRANCISCO,CA 94103	NO RELATIONSHIP	SO III FI	PROFESSIONAL DEVELOPMENT - EDUCATIONAL	10,000
ALLEY POND ENVIRONMENTAL CENTER INC 228-06 NORTHERN BOULEVARD DOUGLASTON,NY 11362	NO RELATIONSHIP	PC	TECHNOLOGY GRANT - GENERAL SUPPORT TOWARDS MISSION	10,000
AMERICAN RED CROSS SERVING INDIANA 441 E 10TH ST INDIANAPOLIS,IN 46202	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	5,000
ANTI-DEFAMATION LEAGUE 120 SOUTH LASALLE STREET SUITE 1150 CHICAGO,IL 60603	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - HATE CRIME LEGISLATIVE EFFORT	5,000
BBYO INC 2020 K STREET NW 7TH FLOOR WASHINGTON,DC 20006	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	5,000
BOOK ROOTS 14525 WEDDINGTON STREET SHERMAN OAKS,CA 91411	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - BOOK MATCH PROJECT	2,000
CARE FOR KIDS FOUNDATION INC 4760 KINGSWAY DRIVE INDIANAPOLIS,IN 46205	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - CAMP SCHOLARSHIPS	8,000
CANCERCARE INC 275 SEVENTH AVENUE NEWYORK,NY 10001	NO RELATIONSHIP	PC	TECHNOLOGY GRANT	10,000
CAMP RILEY 30 S MERIDIAN ST STE 200 INDIANAPOLIS,IN 46204	NO RELATIONSHIP	SO III FI	SCHOLARSHIPS	4,000
THE GREATER CINCINNATI TELEVISION EDUCATIONAL FOUNDATION 1223 CENTRAL PARKWAY CINCINNATI,OH 45214	NO RELATIONSHIP	PC	READING PROGRAMS	6,000
CROHN'S AND COLITIS FOUNDATION-INDIANA CHAPTER 931 E 86TH STREET STE 210 INDIANAPOLIS,IN 46240	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	2,500
DOROT INC 171 W 85TH ST NEWYORK,NY 10024	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	2,000
EDIBLE SCHOOLYARD PROJECT 1517 SHATTUCK AVE BERKELEY,CA 94709	NO RELATIONSHIP	PC	BUILDING GRANT	20,000
GRAMEEN AMERICA INC 1460 BROADWAY 8TH FLOOR NEWYORK,NY 10036	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION IN INDIANA	10,000
INDIANAPOLIS LIBRARY FOUNDATION PO BOX 6134 INDIANAPOLIS,IN 46206	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - CHILDREN'S PROGRAMS AND LITERARY STUDY	14,000
Total . . . . .  3a				249,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
JCC INDIANAPOLIS 6701 HOOVER RD INDIANAPOLIS,IN 46260	NO RELATIONSHIP	PC	EARTH DAY CELEBRATION	4,000
KEEP INDIANAPOLIS BEAUTIFUL INC 1029 FLETCHER AVENUE STE 100 INDIANAPOLIS,IN 46203	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	5,000
LEGACY HOUSE 2505 NORTH ARLINGTON AVENUE INDIANAPOLIS,IN 46218	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING AND GENERAL SUPPORT TOWARDS MISSION	8,000
OCEAN CONSERVANCY 1300 19TH ST NW 8TH FLOOR WASHINGTON,DC 20036		PC	PROGRAMMATIC FUNDING - TRASH FREE SEAS ALLIANCE PROJECT	15,000
PANCREATIC CANCER ACTION NETWORK 1500 ROSECRANS AVENUE SUITE 200 MANHATTAN BEACH,CA 90266	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	5,000
QUEENS LIBRARY FOUNDATION 89-11 MERRICK BLV JAMAICA,NY 11432	NO RELATIONSHIP	PC	COLLEGE PREPARATION PROGRAM	7,500
READING PARTNERS 106 LINDEN ST 202 OAKLAND,CA 94607	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	7,500
SIMON YOUTH FOUNDATION INC 225 WEST WASHINGTON STREET INDIANAPOLIS,IN 46204	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - SUPPORTING HIGH SCHOOL GRADUATES	5,000
SOUTHERN SUSTAINABLE RESOURCES 1420 WESTWOOD DR CHARLESTON,SC 29412	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	4,000
SPERTUS INSTITUTE OF JEWISH STUDIES 610 S MICHIGAN AVENUE CHICAGO,IL 60605	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - BOOK PROJECT	2,500
ST JOSEPH INSTITUTE FOR DEAF 9192 WALDEMAR ROAD INDIANAPOLIS,IN 46268	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - EARLY CHILDHOOD DEVELOPMENT	5,000
THE ARK 6450 N CALIFORNIA AVE CHICAGO,IL 60645	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	5,000
THE NEA FOUNDATION 1201 16TH STREET NW WASHINGTON,DC 20036	NO RELATIONSHIP	PC	EDUCATOR GRANTS	12,500
THE PLANT 1400 W 46TH ST CHICAGO,IL 60609	NO RELATIONSHIP	PC	GENERAL SUPPORT TOWARDS MISSION	20,000
UBUNTU EDUCATION FUND 32 BROADWAY SUITE 414 NEW YORK,NY 10004	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - EARLY CHILDHOOD PROGRAM	7,500
<b>Total . . . . .</b>  <b>3a</b>				249,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
UNIVERSITY OF CINCINNATI HOXWORTH BLOOD CENTER 51 GOODMAN DRIVE UNIVERSITY HALL SUITE 100 CINCINNATI, OH 45221	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - HIGH SCHOOL/COLLEGE BLOOD PROGRAM	7,000
VH1 SAVE THE MUSIC FOUNDATION 1515 BROADWAY 20TH FLOOR NEW YORK, NY 10036	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - RESTORE FULL MUSIC PROGRAM	10,000
WORLD ORT 1745 BROADWAY 17TH FLOOR NEW YORK, NY 10019	NO RELATIONSHIP	PC	PROGRAMMATIC FUNDING - CENTER FOR EXCELLENCE IN ISRAEL	5,000
<b>Total . . . . . ▶ 3a</b>				249,000

## TY 2013 Accounting Fees Schedule

**Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC

**EIN:** 27-4281614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	6,950	3,475		3,475

**TY 2013 Investments Corporate  
Bonds Schedule****Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC**EIN:** 27-4281614

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ALCOA INC.	28,171	28,171
BANK OF AMERICA CORPORATION	28,735	28,735
CITIGROUP INC.	27,753	27,753
COMCAST CORPORATION	27,610	27,610
CONAGRA INC	29,893	29,893
DUKE CAPITAL CORPORATION	25,915	25,915
EASTMAN CHEMICAL COMPANY	28,147	28,147
GENERAL ELECTRIC CAPITAL CORPORATION	0	0
GOLDMAN SACHS GROUP, INC.	25,520	25,520
HEWLETT-PACKARD COMPANY	25,400	25,400
KOHL'S CORPORATION	45,714	45,714
MARRIOTT INTERNATIONAL, INC.	27,161	27,161
MORGAN STANLEY	50,096	50,096
NORFOLK SOUTHERN CORPORATION	27,320	27,320
PRUDENTIAL FINANCIAL, INC.	0	0
SYMANTEC CORPORATION	25,355	25,355
TIME WARNER, INC.	27,402	27,402
VERIZON COMMUNICATIONS DTD 03 27 09 6 350 04 01 20	29,385	29,385
WEATHERFORD INTL LTD	53,523	53,523
WELLPOINT INC.	26,071	26,071



TY 2013 Investments Corporate  
Stock Schedule

**Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC  
**EIN:** 27-4281614

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABS COM	57,490	57,490
ABBVIE INCORPORATED	79,215	79,215
APPLE INC COM	84,153	84,153
AMERISOURCEBERGEN CORPORATION	123,043	123,043
BLACKROCK INC COM	79,118	79,118
CHEVRON CORPORATION	124,910	124,910
CISCO SYS INC COM	100,935	100,935
DIAGEO P L C SPON ADR NEW (UNITED KINGDOM)	66,210	66,210
DISNEY WALT COMPANY	76,400	76,400
DOMINION RES INC VA NEW COM	97,035	97,035
DU PONT E I DE NEMOURS & CO COM	0	0
DUKE ENERGY CORP NEW COM	74,738	74,738
E M C CORP MASS COM	100,600	100,600
ENCANA CORPORATION (CANADA)	0	0
FORD MTR CO DEL COM PAR \$0.01	61,720	61,720
HEINZ H J CO COM	0	0
HERSHEY CO COM	72,923	72,923
HERTZ GLOBAL HOLDINGS INC COM	100,170	100,170
HONEYWELL INTERNATIONAL INCORPORATED	159,898	159,898
JOHNSON & JOHNSON COM	114,488	114,488
JPMORGAN CHASE & CO COM	146,200	146,200
LINCOLN NATL CORPORATION	103,240	103,240
MCDONALDS CORP COM	0	0
MICROSOFT CORP COM	140,288	140,288
PEPSICO INC COM	103,675	103,675
PROCTER & GAMBLE CO COM	101,763	101,763
QUALCOMM INCORPORATED	111,375	111,375
RAYONIER INC COM	84,200	84,200
SIMON PPTY GROUP INC NEW COM	79,275	79,275
UNION PAC CORP COM	168,000	168,000

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VERIZON COMMUNICATIONS INC COM	110,565	110,565
VODAFONE GROUP PLC NEW SPONS ADR NEW	78,620	78,620
WELLS FARGO & COMPANY NEW	136,200	136,200
YUM BRANDS INC COM	0	0

**TY 2013 Investments - Other Schedule****Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC**EIN:** 27-4281614

<b>Category / Item</b>	<b>Listed at Cost or FMV</b>	<b>Book Value</b>	<b>End of Year Fair Market Value</b>
VANGUARD SCOTTSDALE FUNDS	FMV	319,120	319,120
DISCOVER BANK GREENWOOD, DE	FMV	0	0
EURO PAC GROWTH FD CL F-1	FMV	270,090	270,090
HARTFORD WORLD BOND FUND	FMV	181,106	181,106
HENDERSON INTERNATIONAL OPPORTUNITIES FUND CLASS W N/L	FMV	212,734	212,734
KEELEY FDS INC SMCAP VALUE I	FMV	204,001	204,001
OPPENHEIMER DEVELOPING MKTS CL A	FMV	231,673	231,673
PIONEER SER TR I PNROAK SCGW Y	FMV	197,322	197,322
ROYCE FD PENN MUT INV	FMV	211,249	211,249
THORNBURG DEVELOPING WORLD FUND	FMV	169,830	169,830

**TY 2013 Other Assets Schedule****Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC**EIN:** 27-4281614

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DIVIDENDS RECEIVABLE	0	3,725	3,725
CAPITAL GAIN DISTRIBUTIONS RECEIVABLE	0	22,326	22,326

## TY 2013 Other Increases Schedule

**Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC

**EIN:** 27-4281614

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	812,159

## TY 2013 Other Professional Fees Schedule

**Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC

**EIN:** 27-4281614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	34,749	34,749		0

**TY 2013 Taxes Schedule**

**Name:** ROBERT & TONI BADER CHARITABLE FOUNDATION INC

**EIN:** 27-4281614

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,208	1,208		0