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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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, 2013, and ending

, 20

Name of foundation RAY C. ANDERSON FOUNDATION, INC.		A Employer identification number 58-1867303
Number and street (or P O box number if mail is not delivered to street address) P.O. BOX 723656	Room/suite	B Telephone number (see instructions) (678) 404-9225
City or town, state or province, country, and ZIP or foreign postal code ATLANTA, GA 31139		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
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		D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 40,937,387.		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
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)
1 Contributions, gifts, grants, etc., received (attach schedule)		3,200.			
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		210,380.	210,380.		
4 Dividends and interest from securities		600,432.	600,432.		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,268,646.			
b Gross sales price for all assets on line 6a		7,163,577.			
7 Capital gain net income (from Part IV, line 2)			1,268,646.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total Add lines 1 through 11		2,082,658.	2,079,458.		
13 Compensation of officers, directors, trustees, etc		0			
14 Other employee salaries and wages		172,417.			
15 Pension plans, employee benefits					
16a Legal fees (attach schedule) ATCH 1		16,623.			16,623.
b Accounting fees (attach schedule) ATCH 2		12,001.			12,001.
c Other professional fees (attach schedule)		265,011.	265,011.		
17 Interest					
18 Taxes (attach schedule) (see instructions) ATCH 4		42,901.			
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		21,698.			21,698.
22 Printing and publications					
23 Other expenses (attach schedule) ATCH 5		204,714.			204,714.
24 Total operating and administrative expenses. Add lines 13 through 23		735,365.	265,011.		255,036.
25 Contributions, gifts, grants paid		964,302.			964,302.
26 Total expenses and disbursements. Add lines 24 and 25		1,699,667.	265,011.	0	1,219,338.
27 Subtract line 26 from line 12		382,991.			
a Excess of revenue over expenses and disbursements					
b Net investment income (If negative, enter -0-)			1,814,447.		
c Adjusted net income (if negative, enter -0-)					

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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		3,109,931.	3,782,911.	3,782,911.
	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 (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				
	10 a	Investments - U S and state government obligations (attach schedule)				
	b	Investments - corporate stock (attach schedule) ATCH 6	27,439,953.	32,384,779.	32,384,779.	
	c	Investments - corporate bonds (attach schedule) ATCH 7	6,015,566.	4,769,697.	4,769,697.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶				
12		Investments - mortgage loans				
13		Investments - other (attach schedule)				
14		Land, buildings, and equipment basis ▶				
		Less accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	36,565,450.	40,937,387.	40,937,387.	
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	36,565,450.	40,937,387.		
	30	Total net assets or fund balances (see instructions)	36,565,450.	40,937,387.		
	31	Total liabilities and net assets/fund balances (see instructions)	36,565,450.	40,937,387.		

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	36,565,450.
2	Enter amount from Part I, line 27a	2	382,991.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	3,988,946.
4	Add lines 1, 2, and 3	4	40,937,387.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	40,937,387.

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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 PART IV SCHEDULE				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
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				
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	1,268,646.
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	0

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	830,355.	15,193,259.	0.054653
2011	227,898.	4,202,719.	0.054226
2010	197,472.	3,754,397.	0.052598
2009	180,679.	3,199,800.	0.056466
2008	183,269.	3,300,083.	0.055535
2 Total of line 1, column (d)			2 0.273478
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 0.054696
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 38,137,801.
5 Multiply line 4 by line 3			5 2,085,985.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 18,144.
7 Add lines 5 and 6			7 2,104,129.
8 Enter qualifying distributions from Part XII, line 4			8 1,219,338.

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)

1 a 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	36,289.
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	
3 Add lines 1 and 2		3	36,289.
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	36,289.
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	28,111.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	8,500.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7		36,611.
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		322.
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 322. Refunded <input type="checkbox"/> <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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
b 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
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
4 a 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	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> GA, _____		
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

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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 WWW.RAYCANDERSONFOUNDATION.ORG				
14	The books are in care of BDO USA, LLP Telephone no 404-688-6841			
Located at 1100 PEACHTREE ST., STE 700 ATLANTA, GA ZIP+4 30309				
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 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 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)?	1b	
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>			
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)	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)	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)? (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** 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? ☐ **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
ATCH 9		0	0	0

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
ATCH 10		172,417.	0	0

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

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3 Five highest-paid independent contractors for professional services (see Instructions). If none, enter "NONE."

Part IX-A Summary of Direct Charitable Activities

Expenses

Part IX-B	Summary of Program-Related Investments (see instructions)
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Amount

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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	35,725,992.
b	Average of monthly cash balances	1b	2,992,588.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	38,718,580.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	38,718,580.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	580,779.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	38,137,801.
6	Minimum investment return. Enter 5% of line 5	6	1,906,890.

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	1,906,890.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	36,289.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	36,289.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,870,601.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,870,601.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	1,870,601.

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	1,219,338.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	1,219,338.
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,219,338.

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				1,870,601.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only				
b Total for prior years 20 11, 20 10, 20 09				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012 82,161.				
f Total of lines 3a through e	82,161.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,219,338.				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2013 distributable amount				1,219,338.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	82,161.			82,161.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				569,102.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a		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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

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 foundation is a private operating foundation described in section

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 XV Supplementary Information (Complete this part only if the foundation 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))

N/A

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

NONE

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

ATCH 11

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

ATCH 12

c Any submission deadlines

APRIL 2013

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

ATCH 13

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				
ATCH 14				
Total			3a	964,302.
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)

[illegible]

Form **8868**

(Rev. January 2014)

Department of the Treasury
Internal Revenue Service**Application for Extension of Time To File an
Exempt Organization Return**▶ **File a separate application for each return.**
▶ Information about Form 8868 and its instructions is at www.irs.gov/form8868.

OMB No 1545-1709

- 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, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions

Name of exempt organization or other filer, see instructions

RAY C. ANDERSON FOUNDATION, INC.

Employer identification number (EIN) or

58-1867303

Number, street, and room or suite no. If a P.O. box, see instructions

P.O. BOX 723656

Social security number (SSN)

City, town or post office, state, and ZIP code. For a foreign address, see instructions

ATLANTA, GA 31139

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-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

- The books are in the care of ▶ BDO USA, LLP

Telephone No ▶ 404 688-6841

FAX No ▶

- 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 08/15, 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 _____, 20____, and ending _____, 20____.

- 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	36,289.
b If this application is for Form 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	\$	28,111.
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	\$	8,500.

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.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2014)

JSA

3F8054 2 000

SA4230 571L 5/13/2014 2:20:02 PM V 13-4.7F

064487-0004

- 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 File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	RAY C. ANDERSON FOUNDATION, INC.	58-1867303
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	P.O. BOX 723656	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	ATLANTA, GA 31139	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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.

- The books are in the care of **BDO USA, LLP**
Telephone No. **404 688-6841** Fax No. _____
- 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

- I request an additional 3-month extension of time until 11/15, 2014
- For calendar year 2013, or other tax year beginning _____, 20____, and ending _____, 20____
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period
- State in detail why you need the extension INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE TAX RETURN IS NOT YET AVAILABLE FROM THIRD PARTIES.

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 \$	36,274.
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 \$	36,611.
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 Sandra L. Turner Title CPA Date 1/23/2014

Form 8868 (Rev. 1-2014)

7013 2250 0001 0498 0949

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS				532,242.	
		UBS FINANCIAL				VAR	VAR
72,500.		PROPERTY TYPE: SECURITIES					
		55,310.				17,190.	
		UBS FINANCIAL				VAR	VAR
210,357.		PROPERTY TYPE: SECURITIES					
		156,742.				53,615.	
		NORTHWESTERN MUTUAL				VAR	VAR
2,952,880.		PROPERTY TYPE: SECURITIES					
		2,619,056.				334,558.	
		NORTHWESTERN MUTUAL				VAR	VAR
573,088.		PROPERTY TYPE: SECURITIES					
		509,478.				63,610.	
		STIFEL NICOLAUS-6171				VAR	VAR
20,250.		PROPERTY TYPE: SECURITIES					
		15,969.				4,281.	
		STIFEL NICOLAUS-1397				VAR	VAR
773,050.		PROPERTY TYPE: SECURITIES					
		638,216.				134,834.	
		STIFEL NICOLAUS-1397				VAR	VAR
422,319.		PROPERTY TYPE: SECURITIES					
		368,384.				53,935.	
		STIFEL NICOLAUS-3713				VAR	VAR
133,544.		PROPERTY TYPE: SECURITIES					
		124,386.				9,158.	
		STIFEL NICOLAUS-3713				VAR	VAR
252,856.		PROPERTY TYPE: SECURITIES					
		182,858.				69,998.	
		STIFEL NICOLAUS-4618				VAR	VAR
333,103.		PROPERTY TYPE: SECURITIES					
		325,709.				7,388.	
		STIFEL NICOLAUS-4618				VAR	VAR
63,380.		PROPERTY TYPE: SECURITIES					
		77,429.				-14,049.	
		STIFEL NICOLAUS-6095				VAR	VAR

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
756,927.		PROPERTY TYPE: SECURITIES 756,939.					-12.	
67,081.		STIFEL NICOLAUS-6095 PROPERTY TYPE: SECURITIES 65,183.				P	VAR 1,898.	VAR
TOTAL GAIN (LOSS)							<u>1,268,646.</u>	

ATTACHMENT 1

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL SERVICES	16,623.			16,623.
TOTALS	<u>16,623.</u>			<u>16,623.</u>

ATTACHMENT 2

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION	9,227.			9,227.
BOOKKEEPING	1,830.			1,830.
PAYROLL REPORTING	944.			944.
TOTALS	12,001.			12,001.

ATTACHMENT 3

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>
INVESTMENT FEES	265,011.	265,011.
TOTALS	<u>265,011.</u>	<u>265,011.</u>

ATTACHMENT 4FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>
PAYROLL TAXES	13,190.
2013 ESTIMATED TAX PAYMENTS	28,111.
2012 EXTENSION PAYMENT	1,600.
TOTALS	<u>42,901.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
INDEPENDENT CONTRACTORS	5,898.	5,898.
OUTSIDE CONTRACT SERVICES	88,009.	88,009.
CONSULTING	29,355.	29,355.
OFFICE EXPENSE	3,777.	3,777.
PUBLIC RELATIONS	69,007.	69,007.
PROFESSIONAL DEVELOPMENT	5,607.	5,607.
BANKING FEES	78.	78.
DUES & SUBSCRIPTIONS	2,873.	2,873.
MISC	110.	110.
TOTALS	<u>204,714.</u>	<u>204,714.</u>

ATTACHMENT 6FORM 990PF, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
EQUITIES	14,550,644.	14,550,644.
PREFERRED	61,971.	61,971.
MUNICIPAL BONDS	126,151.	126,151.
MUTUAL FUNDS	17,235,403.	17,235,403.
OTHER CLOSED END/EXCHANGE PROD	410,610.	410,610.
TOTALS	<u>32,384,779.</u>	<u>32,384,779.</u>

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
CORPORATE/GOVERNMENT BONDS	4,769,697.	4,769,697.
TOTALS	<u>4,769,697.</u>	<u>4,769,697.</u>

ATTACHMENT 8FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

<u>DESCRIPTION</u>	<u>AMOUNT</u>
INCREASE IN INVESTMENT VALUE	3,988,946.
TOTAL	<u>3,988,946.</u>

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
PATRICIA A. ANDERSON P.O. BOX 723656 ATLANTA, GA 31139	TREASURER 1.00	0	0	0
HARRIET A. LANGFORD P.O. BOX 723656 ATLANTA, GA 31139	PRESIDENT 20.00	0	0	0
MARY ANNE A. LANIER P.O. BOX 723656 ATLANTA, GA 31139	VICE PRESIDENT/SECRETARY 15.00	0	0	0
GRAND TOTALS		0	0	0

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEESATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u>	<u>COMPENSATION</u>	<u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u>	<u>EXPENSE ACCT AND OTHER ALLOWANCES</u>
JOHN LANIER P.O. BOX 723656 ATLANTA, GA 31139	DIRECTOR 40.00	61,667.	0	0
VALERIE BENNETT P.O. BOX 723656 ATLANTA, GA 31139	COMMUNICATIONS COORD 40.00	58,750.	0	0
JOANN BACHMAN P.O. BOX 723656 ATLANTA, GA 31139	OUTREACH COORDINATOR 30.00	52,000.	0	0
	TOTAL COMPENSATION	172,417.	0	0

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

APPLICATIONS WERE RECEIVED VIA
THE GIFTS ONLINE WEB PROGRAM

ATTACHMENT 12

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

FOR THE 2013 CALENDAR YEAR APPLICATIONS WERE SUBMITTED ONLINE THROUGH THE GIFTS ONLINE WEB PROGRAM. APPLICATIONS WERE REVIEWED BY THE TRUSTEES AND THE FOUNDATION DIRECTOR, AND SELECTION OF THE ORGANIZATIONS WAS BASED UPON THE TRUSTEES DISCRETION.

ATTACHMENT 13

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

INITIALLY, THE FOUNDATION WAS GOING TO CONDUCT TWO GRANT CYCLES IN 2013, BUT INTEREST IN FOUNDATION GRANTS WAS OVERWHELMING AND THE FULL AMOUNT OF PLANNED 2013 GRANTMAKING WAS ALLOCATED IN THE FIRST CYCLE.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GA CONSERVANCY 817 W PEACHTREE ST SUITE 200 ATLANTA, GA 30308	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	15,000
SOUTH FACE ENERGY INSTITUTE 241 PINE ST NE ATLANTA, GA 30308	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	60,000.
THE BIOMIMICRY INSTITUTE PO BOX 9216 MISSOULA, MT 59807	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	25,000.
GEORGIA INSTITUTE OF TECHNOLOGY 225 NORTH AVE NW ATLANTA, GA 30332	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	310,000
GEORGIA TECH APPLIED RESEARCH FOUNDATION 505 10TH STREET ATLANTA, GA 30318	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	60,000
AUBURN UNIVERSITY 107 SAMFORD HALL AUBURN, AL 36849	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	50,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
UNIVERSITY OF SOUTHERN MISSISSIPPI 118 COLLEGE DR HATTIESBURG, MS 39406	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	60,000
CAPTAIN PLANET FOUNDATION 133 LUCKIE ST ATLANTA, GA 30303	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	20,000
ATLANTA COMMUNITY FOOD BANK 732 JOSEPH E. LOWERY BLVD NW ATLANTA, GA 30318	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
BAINBRIDGE GRADUATE INSTITUTE 220 2ND AVE S SEATTLE, WA 98104	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000.
CHATTAHOOCHEE NATURE CENTER 9135 WILLEO RD ROSWELL, GA 30075	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
CHATTAHOOCHEE RIVERKEEPER 3 PURITAN MILL 916 JOSEPH E LOWERY BLVD NW ATLANTA, GA 30318	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	15,300

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D.)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
EARTH ISLAND INSTITUTE 2150 ALLSTON WAY BERKELEY, CA 94704	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000
EARTH POLICY INSTITUTE 1350 CONNECTICUT AVENUE NW WASHINGTON, DC 20036	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
GREEN CHAMBER OF THE SOUTH PO BOX 941776 ATLANTA, GA 31141	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000
LAGRANGE ACADEMY 1501 VERNON RD LAGRANGE, GA 30240	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	8,500
THE LAND INSTITUTE 2440 E WATER WELL ROAD SALINA, KS 67401	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	7,500
NATIONAL WILDLIFE FEDERATION PO BOX 1583 MERRIFIELD, VA 22116	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000.

FORM 990DE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
ROCKY MOUNTAIN INSTITUTE 2317 SNOWMASS CREEK ROAD SNOWMASS, CO 81654	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000
SOUTHERN ENVIRONMENTAL LAW CENTER 127 PEACHTREE ST NE ATLANTA, GA 30303	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	1,000.
SOUTHWINGS 35 HAYWOOD ST ASHEVILLE, NC 28801	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	2,000.
TREES ATLANTA 225 CHESTER AVE SE ATLANTA, GA 30316	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000.
WORLD RESOURCES INSTITUTE 10 G ST NE #800 WASHINGTON, DC 20002	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	7,500
WORLDWATCH INSTITUTE 1400 16TH ST NW, SUITE 430 WASHINGTON, DC 20036	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
AASHE 1536 WYNKOOP STREET, SUITE 100 DENVER, CO 80202	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	20,000
GEORGIA INTERFAITH POWER & LIGHT P O BOX 286 DECATUR, GA 30031	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
GEORGIA RESEARCH ALLIANCE 191 PEACHTREE STREET, NE, SUITE 849 ATLANTA, GA 30303	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	15,000
USGBC NORTH FLORIDA CHAPTER 388 8TH STREET ATLANTIC BEACH, FL 32233	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000
CENTER FOR HEALTH & THE GLOBAL ENVIRONMENT 401 PARK DRIVE, 2ND FLOOR EAST BOSTON, MA 02215	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
SUSTAINABLE ATLANTA, INC 50 HURT PLAZA, SUITE 570 ATLANTA, GA 30303	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	10,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEARATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND		PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
	FOUNDATION	STATUS OF RECIPIENT		
TIDES CENTER P O BOX 29907 SAN FRANCISCO, CA 94129	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	15,000
THE AMERICAN RED CROSS 1955 MONROE DRIVE NE ATLANTA, GA 30324	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	2,000
GEORGIA STATE UNIVERSITY FOUNDATION P O. BOX 3963 ATLANTA, GA 30302	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	7,760
CLEARBROOK 1835 WEST CENTRAL ROAD ARLINGTON HEIGHTS, IL 60005	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	2,500
SOUTHEASTERN COUNCIL OF FOUNDATIONS 50 HURT PLAZA, SUITE 350 ATLANTA, GA 30303	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	5,000
FERNBANK MUSEUM 767 CLIFTON RD NE ATLANTA, GA 30307	PC		FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	600

RAY C ANDERSON FOUNDATION, INC

58-1867303

FORM 990FE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
PC WOMEN'S HOPE MEDICAL CLINIC 820 STAGE ROAD AUBURN, AL 36830	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300
PC WEST GEORGIA HOSPICE 1514 VERNON ROAD LAGRANGE, GA 30240	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300
PC TROUP COUNTY COMPREHENSIVE HIGH SCHOOL 1920 HAMILTON RD LAGRANGE, GA 30241	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300
PC MARCH OF DIMES P O BOX 800106 LAGRANGE, GA 30240	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300
PC LAGRANGE PERSONAL AID ASSOCIATION 416 PIERCE STREET LAGRANGE, GA 30240	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300.
PC CHILDREN'S CANCER RESEARCH FUND 7301 OHMS LANE, SUITE 460 MINNEAPOLIS, MN 55439	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300

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ATTACHMENT 14

RAY C ANDERSON FOUNDATION, INC

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FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
BOYS & GIRLS CLUB OF WEST GEORGIA P.O BOX 1328 LAGRANGE, GA 30241	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	300.
CLARK ATLANTA UNIVERSITY 223 JAMES P BRAWLEY DR SW ATLANTA, GA 30314	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	40,942
GEORGIA STATE UNIVERSITY FOUNDATION P O BOX 3963 ATLANTA, GA 30302	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	41,600
EMORY UNIVERSITY 201 DOWMAN DR ATLANTA, GA 30322	PC	FUNDING TO FURTHER THE ORGANIZATION'S ENVIRONMENTAL EDUCATION AND CHARITABLE ACTIVITIES	60,000
TOTAL CONTRIBUTIONS PAID			<u>964,302</u>

ATTACHMENT 14