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

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▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**2013**

For calendar year 2013, or tax year beginning , 2013, and ending

The David B. Gold Foundation  
44 Montgomery Street #3750  
San Francisco, CA 94104

**A** Employer identification number  
94-3169439

**B** Telephone number (see the instructions)  
415-288-9530

**G** Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

**C** If exemption application is pending, check here

**D 1** Foreign organizations, check here

**2** Foreign organizations meeting the 85% test, check here and attach computation

**H** Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

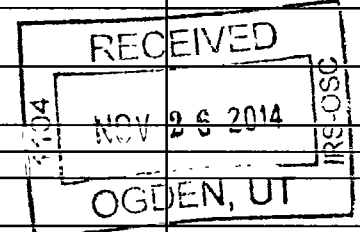
**E** If private foundation status was terminated under section 507(b)(1)(A), check here

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
▶ \$ 106,296,183.

**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>REVENUE</b>	1 Contributions, gifts, grants, etc. received (att sch)				
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	5,103.	5,103.	N/A	
	4 Dividends and interest from securities	2,172,463.	2,172,463.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	2,231,096.			
	b Gross sales price for all assets on line 6a	22,217,148.			
	7 Capital gain net income (from Part IV, line 2)		2,178,715.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
See Statement 1	424,701.	376,832.			
12 <b>Total.</b> Add lines 1 through 11	4,833,363.	4,733,113.			
<b>ADMINISTRATIVE OPERATING AND EXPENSES</b>	13 Compensation of officers, directors, trustees, etc.	368,519.			368,519.
	14 Other employee salaries and wages	146,115.			146,115.
	15 Pension plans, employee benefits	86,021.			86,021.
	16a Legal fees (attach schedule) See St 2	5,419.			5,419.
	b Accounting fees (attach sch) See St 3	41,238.			41,238.
	c Other prof fees (attach sch) See St 4	268,614.	268,614.		
	17 Interest	144,302.	144,302.		
	18 Taxes (attach schedule)(see instrs) See Stm 5	173,065.	72,916.		149.
	19 Depreciation (attach sch) and depletion				
	20 Occupancy	81,665.			81,665.
	21 Travel, conferences, and meetings	14,521.			14,521.
	22 Printing and publications	746.			746.
	23 Other expenses (attach schedule)				
	See Statement 6	354,554.	303,019.		51,535.
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23	1,684,779.	788,851.		795,928.
25 Contributions, gifts, grants paid Part XV	4,349,825.			4,349,825.	
26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	6,034,604.	788,851.		5,145,753.	
27 Subtract line 26 from line 12:					
a <b>Excess of revenue over expenses and disbursements</b>	-1,201,241.				
b Net investment income (if negative, enter 0)		3,944,262.			
c <b>Adjusted net income</b> (if negative, enter 0-)					



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14

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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
ASSETS	1	Cash – non-interest-bearing . . . . .	131,693.	96,413.	96,413.
	2	Savings and temporary cash investments	4,347,041.	2,973,300.	2,973,300.
	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 sch) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges			
	10a	Investments – US and state government obligations (attach schedule) . . . . . Statement 7	5,843,371.	6,861,499.	6,831,436.
	b	Investments – corporate stock (attach schedule) Statement 8	17,937,018.	17,152,940.	29,903,550.
	c	Investments – corporate bonds (attach schedule) Statement 9	15,886,664.	15,549,853.	16,412,784.
	11	Investments – land, buildings, and equipment, basis . . . . .			
	Less accumulated depreciation (attach schedule) ▶				
12	Investments – mortgage loans				
13	Investments – other (attach schedule) Statement 10	33,521,357.	34,578,156.	50,067,322.	
14	Land, buildings, and equipment: basis ▶ 48,631.				
	Less accumulated depreciation (attach schedule) See Stmt 11 ▶ 48,631.				
15	Other assets (describe ▶ See Statement 12 . . . . .)	267,551.	11,378.	11,378.	
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)	77,934,695.	77,223,539.	106,296,183.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ . . . . .)			
	23	<b>Total liabilities</b> (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input checked="" type="checkbox"/>				
	24	Unrestricted	77,934,695.	77,223,539.	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see instructions)	77,934,695.	77,223,539.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)	77,934,695.	77,223,539.	

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 77,934,695.
2	Enter amount from Part I, line 27a	2 -1,201,241.
3	Other increases not included in line 2 (itemize) . . . ▶ See Statement 13	3 490,085.
4	Add lines 1, 2, and 3	4 77,223,539.
5	Decreases not included in line 2 (itemize) ▶	5
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) – Part II, column (b), line 30	6 77,223,539.

**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 shares MLC Company)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a Sale of Publicly Traded Securities	P	Various	Various
b Capital Gains from Investment Pshps	P	Various	Various
c ST Cap Gain from Partnership - UBI	P	Various	Various
d LT Cap Gain from Partnership - UBI	P	Various	Various
e ST/LT Cap Gain fr Pshp Reported on 990-T	P	Various	Various

(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 22,103,497.		19,986,052.	2,117,445.
b 61,270.			61,270.
c 5,104.			5,104.
d 47,277.			47,277.
e		52,381.	-52,381.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			2,117,445.
b			61,270.
c			5,104.
d			47,277.
e			-52,381.

2 Capital gain net income or (net capital loss) <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	2,178,715.
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 <span style="float:right">]</span>	3	5,104.

**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

(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 (column (b) divided by column (c))
2012	4,148,267.	92,918,563.	0.044644
2011	4,725,806.	94,016,326.	0.050266
2010	430,229.	92,139,233.	0.004669
2009	9,058,964.	94,913,111.	0.095445
2008	5,067,916.	83,427,759.	0.060746

2 Total of line 1, column (d)	2	0.255770
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	0.051154
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	99,808,150.
5 Multiply line 4 by line 3	5	5,105,586.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	39,443.
7 Add lines 5 and 6	7	5,145,029.
8 Enter qualifying distributions from Part XII, line 4	8	5,145,753.

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 instrs)			
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..		1	39,443.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3 Add lines 1 and 2		3	39,443.
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	39,443.
6 Credits/Payments.			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6a	93,832.	
b Exempt foreign organizations – tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	15,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	108,832.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	69,389.	
11 Enter the amount of line 10 to be. Credited to 2014 estimated tax 69,389. Refunded	11	0.	

**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 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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ \$ 0. (2) On foundation managers ▶ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities.</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) DE CA		
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>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>www.goldfoundation.org</u>	X		
14	The books are in care of <u>Cheryl Bridgeforth</u> Telephone no <u>415-288-9530</u> Located at <u>44 Montgomery St, Ste 3750 San Francisco, CA</u> ZIP + 4 <u>94104</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	N/A		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If 'Yes,' enter the name of the foreign country		Yes	No
				X

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

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

		Yes	No
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1 b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1 c	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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)	2 b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a	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)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No
- (3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)?

5 b N/A

Organizations relying on a current notice regarding disaster assistance check here

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

N/A  Yes  No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

6 b 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?  Yes  No

7 b N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation (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 Statement 14		265,000.	103,519.	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
See Statement 15		64,950.	9,743.	0.

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

0

**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
Loomis Sayles & Company One Financial Center Boston, MA 02111-2621	Investment Advisory	51,791.
McDonald Capital Investors 4 Orinda Way, Suite 120-D Orinda, CA 94563	Investment Advisory	65,785.
Shapiro Capital Management 3060 Peachtree Road, N.W. Atlanta, GA 30305	Investment Advisory	68,442.
STW Fixed Income Management 6185 Carpinteria Avenue Carpinteria, CA 93013	Investment Advisory	50,498.
----- ----- -----		
Total number of others receiving over \$50,000 for professional services		0

**Part IX-A Summary of Direct Charitable Activities**

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

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

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

BAA

**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	1 a	101,197,842.
b	Average of monthly cash balances	1 b	130,229.
c	Fair market value of all other assets (see instructions)	1 c	
d	<b>Total</b> (add lines 1a, b, and c)	1 d	101,328,071.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	101,328,071.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	1,519,921.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	99,808,150.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	4,990,408.

**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	4,990,408.
2a	Tax on investment income for 2013 from Part VI, line 5	2 a	39,443.
b	Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	39,443.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,950,965.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	4,950,965.
6	Deduction from distributable amount (see instructions)	6	
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	4,950,965.

**Part XIII** **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	1 a	5,145,753.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,145,753.
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	39,443.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	5,106,310.

**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				4,950,965.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0.	
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	80,838.			
e From 2012				
f Total of lines 3a through e	80,838.			
4 Qualifying distributions for 2013 from Part XII, line 4: \$ 5,145,753.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				4,950,965.
e Remaining amount distributed out of corpus	194,788.			
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	275,626.			
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				0.
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	275,626.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011	80,838.			
d Excess from 2012				
e Excess from 2013	194,788.			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) N/A

**1 a** 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)

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

None

**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 of the person to whom applications should be addressed

See Statement 16

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

See Statement for Line 2a

**c** Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

**Part XV Supplementary Information (continued)**

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 17	N/A	PC	Charitable	4,349,825.
<b>Total</b>				▶ 3a 4,349,825.
b Approved for future payment				
<b>Total</b>				▶ 3b





**Depreciation and Amortization  
(Including Information on Listed Property)**

▶ See separate instructions. ▶ Attach to your tax return.

Name(s) shown on return

**The David B. Gold Foundation**

Identifying number

**94-3169439**

Business or activity to which this form relates

Form **990/990-PF**

**Part I Election To Expense Certain Property Under Section 179**

Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation (see instructions)	3	
4	Reduction in limitation Subtract line 3 from line 2 If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1 If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2012 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5 (see instrs)	11	
12	Section 179 expense deduction Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2014 Add lines 9 and 10, less line 12	▶ 13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property) (See instructions)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year (see instructions)	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	

**Part III MACRS Depreciation (Do not include listed property) (See instructions)**

**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2013	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here <input type="checkbox"/>		

**Section B – Assets Placed in Service During 2013 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only – see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property			27.5 yrs	MM	S/L	
i Nonresidential real property			39 yrs	MM	S/L	

**Section C – Assets Placed in Service During 2013 Tax Year Using the Alternative Depreciation System**

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year			40 yrs	MM	S/L	

**Part IV Summary (See instructions.)**

21	Listed property Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21 Enter here and on the appropriate lines of your return Partnerships and S corporations – see instructions	22	
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs.	▶ 23	

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

Department of the Treasury  
Internal Revenue Service

▶ **File a separate application for each return.**  
▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- 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](http://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

<b>Type or print</b>	Name of exempt organization or other filer, see instructions <b>The David B. Gold Foundation</b>	Employer identification number (EIN) or <b>94-3169439</b>
File by the due date for filing your return See instructions	Number, street, and room or suite number If a P O box, see instructions <b>44 Montgomery Street #3750</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>San Francisco, CA 94104</b>	

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-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 (section 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 ▶ Cheryl Bridgeforth

Telephone No. ▶ 415-288-9530 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 8/15, 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

<b>3 a</b> 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.	<b>3 a</b>	\$ 108,832.
<b>b</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	<b>3 b</b>	\$ 108,832.
<b>c Balance due.</b> Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	<b>3 c</b>	\$ 0.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box
- 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 extended due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions <b>The David B. Gold Foundation</b>	Employer identification number (EIN) or <b>94-3169439</b>
	Number, street, and room or suite number. If a P.O. box, see instructions <b>44 Montgomery Street #3750</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions <b>San Francisco, CA 94104</b>	

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 (section 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 care of ▶ Cheryl Bridgeforth  
 Telephone No ▶ 415-288-9530 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

4 I request an additional 3-month extension of time until 11/15, 2014.

5 For calendar year 2013, or other tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

6 If the tax year entered in line 5 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

7 State in detail why you need the extension: The Organization requires additional time to gather the information necessary to file a complete and accurate return.

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	0
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	\$	108,832.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

**Signature and Verification must be completed for Part II only.**

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

Signature ▶ [Signature] Title ▶ EA Date ▶ 8/12/14

The David B. Gold Foundation

94-3169439

Statement 1  
Form 990-PF, Part I, Line 11  
Other Income

	(a) Revenue per Books	(b) Net Investment Income	(c) Adjusted Net Income
Income - Investment Psp	\$ 349,104.	\$ 316,381.	
Litigation Settlement	15,146.		
Other Investment Income	60,451.	60,451.	
Total	<u>\$ 424,701.</u>	<u>\$ 376,832.</u>	<u>\$ 0.</u>

Statement 2  
Form 990-PF, Part I, Line 16a  
Legal Fees

	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Legal Fees	\$ 5,419.			\$ 5,419.
Total	<u>\$ 5,419.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 5,419.</u>

Statement 3  
Form 990-PF, Part I, Line 16b  
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Svcs	\$ 2,784.			\$ 2,784.
Auditing Svcs	27,000.			27,000.
Consulting	5,469.			5,469.
Tax Preparation	5,985.			5,985.
Total	<u>\$ 41,238.</u>	<u>\$ 0.</u>	<u></u>	<u>\$ 41,238.</u>

Statement 4  
Form 990-PF, Part I, Line 16c  
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Advisor Fees	\$ 268,614.	\$ 268,614.		
Total	<u>\$ 268,614.</u>	<u>\$ 268,614.</u>	<u></u>	<u>\$ 0.</u>

The David B. Gold Foundation

94-3169439

**Statement 5**  
**Form 990-PF, Part I, Line 18**  
**Taxes**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	\$ 100,000.			
Foreign Tax on Dividends	55,282.	\$ 55,282.		
Property Tax	149.			\$ 149.
State Tax	17,634.	17,634.		
<b>Total</b>	<u>\$ 173,065.</u>	<u>\$ 72,916.</u>		<u>\$ 149.</u>

**Statement 6**  
**Form 990-PF, Part I, Line 23**  
**Other Expenses**

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Bank Custodial Fees	\$ 30,824.	\$ 15,412.		\$ 15,412.
Bank Service Charges	165.	165.		
Dues/Memberships	4,220.			4,220.
Education Expense	100.			100.
Filing Fees	674.			674.
Invstmnt Prtnrshp Exps	287,063.	287,063.		
Maint & Repairs	13,380.			13,380.
Misc.	2,747.			2,747.
Office Related Exp	1,030.			1,030.
Office Supplies	9,006.			9,006.
Postage	714.			714.
Processing Fee on ADR	379.	379.		
Telephone	4,252.			4,252.
<b>Total</b>	<u>\$ 354,554.</u>	<u>\$ 303,019.</u>		<u>\$ 51,535.</u>

**Statement 7**  
**Form 990-PF, Part II, Line 10a**  
**Investments - U.S. and State Government Obligations**

<u>U.S. Government Obligations</u>		Valuation Method	Book Value	Fair Market Value
Treasury Bonds	See Statement 20	Cost	\$ 4,005,513.	\$ 3,955,007.
Government Bonds	See Statement 20	Cost	314,231.	320,737.
			<u>\$ 4,319,744.</u>	<u>\$ 4,275,744.</u>
<u>State/Municipal Obligations</u>		Valuation Method	Book Value	Fair Market Value
Municipal Bonds	See Statement 20	Cost	2,541,755.	2,555,692.
			<u>\$ 2,541,755.</u>	<u>\$ 2,555,692.</u>
		<b>Total</b>	<u>\$ 6,861,499.</u>	<u>\$ 6,831,436.</u>

The David B. Gold Foundation

94-3169439

**Statement 8**  
**Form 990-PF, Part II, Line 10b**  
**Investments - Corporate Stocks**

<u>Corporate Stocks</u>		<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Common Stock	See Statement 20	Cost	\$ 17,152,940.	\$ 29,903,550.
		Total	<u>\$ 17,152,940.</u>	<u>\$ 29,903,550.</u>

**Statement 9**  
**Form 990-PF, Part II, Line 10c**  
**Investments - Corporate Bonds**

<u>Corporate Bonds</u>		<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Corporate Bonds	See Statement 20	Cost	\$ 13,309,065.	\$ 14,154,908.
Foreign Bonds	See Statement 20	Cost	2,240,788.	2,257,876.
		Total	<u>\$ 15,549,853.</u>	<u>\$ 16,412,784.</u>

**Statement 10**  
**Form 990-PF, Part II, Line 13**  
**Investments - Other**

<u>Other Investments</u>		<u>Valuation Method</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Limited Partnerships	See Statement 20	Cost	\$ 3,170,321.	\$ 3,995,173.
Hedged Funds	See Statement 20	Cost	5,328,945.	6,500,852.
Private Equity	See Statement 20	Cost	1,348,456.	529,304.
	Total Other Investments		<u>\$ 9,847,722.</u>	<u>\$ 11,025,329.</u>
<u>Other Publicly Traded Securities</u>				
International Funds	See Statement 20	Cost	15,143,206.	22,933,546.
Mutual Funds	See Statement 20	Cost	4,520,446.	7,232,451.
Index Funds	See Statement 20	Cost	3,953,899.	7,617,497.
American Deposit Rcpts	See Statement 20	Cost	1,112,883.	1,258,499.
	Total Other Publicly Traded Securities		<u>\$ 24,730,434.</u>	<u>\$ 39,041,993.</u>
		Total	<u>\$ 34,578,156.</u>	<u>\$ 50,067,322.</u>

**Statement 11**  
**Form 990-PF, Part II, Line 14**  
**Land, Buildings, and Equipment**

<u>Category</u>	<u>Basis</u>	<u>Accum. Deprec.</u>	<u>Book Value</u>	<u>Fair Market Value</u>
Furniture and Fixtures	\$ 3,407.	\$ 3,407.	\$ 0.	\$ 0.
Machinery and Equipment	45,224.	45,224.	0.	0.
Total	<u>\$ 48,631.</u>	<u>\$ 48,631.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

The David B. Gold Foundation

94-3169439

Statement 12  
Form 990-PF, Part II, Line 15  
Other Assets

	<u>Book Value</u>	<u>Fair Market Value</u>
Deposit	\$ 8,169.	\$ 8,169.
Purchased Interest	3,209.	3,209.
Total	<u>\$ 11,378.</u>	<u>\$ 11,378.</u>

Statement 13  
Form 990-PF, Part III, Line 3  
Other Increases

Net Unrealized Gains or Losses on Investments	\$ 490,085.
Total	<u>\$ 490,085.</u>

Statement 14  
Form 990-PF, Part VIII, Line 1  
List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP &amp; DC</u>	<u>Expense Account/ Other</u>
Barbara Gold Lurie 44 Montgomery St., Suite 3750 San Francisco, CA 94104	President 20.00	\$ 15,000.	\$ 0.	\$ 0.
Elaine E. Gold 44 Montgomery St., Suite 3750 San Francisco, CA 94104	Director & ED 32.00	130,000.	47,754.	0.
Steven A. Gold 44 Montgomery St., Suite 3750 San Francisco, CA 94104	Treasurer & CFO 30.00	90,000.	55,765.	0.
Diane Gold Bubier 44 Montgomery St., Suite 3750 San Francisco, CA 94104	Secretary 20.00	15,000.	0.	0.
Emily Gold 44 Montgomery St., Suite 3750 San Francisco, CA 94104	Director 20.00	15,000.	0.	0.
Total		<u>\$ 265,000.</u>	<u>\$ 103,519.</u>	<u>\$ 0.</u>

The David B. Gold Foundation

94-3169439

**Statement 15**  
**Form 990-PF, Part VIII, Line 2**  
**Compensation of Five Highest-Paid Employees**

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Cheryl Bridgeforth 44 Montgomery Street, Suite 3750 San Francisco, CA 94104	Controller 25.00	64,950.	9,743.	0.
Total		<u>\$ 64,950.</u>	<u>\$ 9,743.</u>	<u>\$ 0.</u>

**Statement 16**  
**Form 990-PF, Part XV, Line 2a-d**  
**Application Submission Information**

Name of Grant Program: See Statement 18  
Name: See Statement 18  
Care Of: See Statement 18  
Street Address: 44 Montgomery St, Ste 3750  
City, State, Zip Code: San Francisco, CA 94104  
Telephone: 415-288-9530  
E-Mail Address:  
Form and Content: See Statement 18  
Submission Deadlines: See Statement 18  
Restrictions on Awards: See Statement 18

The David B. Gold Foundation  
Grants List  
January through December 2013

Grantee	Address	Project/Program	Amount
Board of Trustees of the GSDs Foundation	330 Ellis Street San Francisco CA 94102	Grant: GSDs Family, Youth & Childcare Centers	7 500 00
Golden Gate Audubon Society Inc	2530 San Pablo Ave Suite G Berkeley CA 94702	Grant: Golden Gate Audubon Eco-Education Program	10 000 00
Minneapolis Park Foundation	4800 Minnehaha Avenue South Minneapolis MN 55417	Grant: General Support	5 000 00
Court Appointed Special Rep Program Inc	2020 No Broadway Suite 204 Walnut Creek, CA 94598	Grant: Children at Risk Expansion Project, Contra Costa County	10 000 00
Center for Biological Diversity Inc.	P O Box 710 Tucson AZ 85702	Grant: The Climate Law Institute	25 000 00
Wildcare	76 Albert Park Lane San Rafael CA 94901	Grant: Connecting Children & Youth to Nature	5 000 00
Big Brothers & Big Sisters of Santa Clara	731 Market Street, Suite 600 San Francisco CA 94103	Grant: Community-Based Mentoring in the Bay Area	15 000 00
The Unversity Corp of SF State	1600 Holloway Ave ADM-361 San Francisco CA 94132	Grant: SF State University Guardian Scholars Program	40 000 00
Ibsa Reproductive Inc	17 Dunster Street, Suite 201 Cambridge MA 02138	Grant: TEACH Program	25 000 00
Friends of the Urban Forests	Presidio Bldg 1007 PO Box 29458 San Francisco CA 94129	Grant: Urban Greening & Educational Programs	7 500 00
Contemporary Jewish Museum	736 Mission Street San Francisco CA 94103	Grant: New Media & Next Generations in Jewish Learning	10 000 00
Young Women's Christian Assoc of Sonoma	1421 Guerneville Rd Santa Rosa CA 95401	Grant: YWCA's Safe House for Child Witness of Domestic Violence	20 000 00
Alameda CC Appointed Special Advocates	1000 San Leandro Blvd Ste 300 San Leandro CA 94577	Grant: Peer Coordinator Project	15 000 00
Chabot Space & Science Center Foundation	10000 Skyline Blvd Oakland, CA 94619	Grant: Science Education Pipeline	20 000 00
Girl Scouts of Northern CA	7700 Edgewater Drive Suite 340 Oakland CA 94621	Grant: Building Girls of Courage Confidence & Character	10 000 00
Edgewood Center for Children and Families	1801 Vicente Street San Francisco CA 94118	Grant: Kinship Youth Services	20 000 00
Juma Ventures	131 Stuart Street, Ste 201 San Francisco CA 94105	Grant: Pathways to Advancement	5 000 00
SF Court Appointed Special Advocates	100 Bush Street Suite 650 San Francisco CA 94104	Grant: Core Advocacy Project	25 000 00
Emergency Shelter Program Inc	1180 B Street Hayward CA 94541	Grant: Domestic Violence Case Mgmt/Outreach & Referrals	25 000 00
Pesticide Action Network of North America	1611 Telegraph Ave Suite 1200 Oakland CA 94612	Grant: Protecting Children's Health/Reducing Agricultural/Pesticide in CA	25 000 00
League of Women Voters of SF	582 Market Street, Suite 615 San Francisco CA 94104	Grant: General Operating Support	5 000 00
Family Builders By Adoption	401 Grand Ave Ste 400 Oakland CA 94610	Grant: General Operating Support for Family Builders	10 000 00
Congregation Emanu-El	2 Lake Street San Francisco CA 94118	Grant: Healthy Children Food Pantry at Roosevelt Middle School	5 000 00
Tin-City Health Center	39465 Paseo Padre Pkwy Suite 2100 Fremont CA 94538	Grant: Youth 2 Youth Connections	20 000 00
Compass Family Services	49 Powell Street Ste 300 San Francisco CA 94102	Grant: Compass Children's Center	5 000 00
Hazon Inc	125 Maiden Lane Suite 8B New York NY 10038	Grant: Hazon Jewish Food Festival	5 000 00
Boys & Girls Club of Santa Ana	250 N Golden Circle #104 Santa Ana CA 92705	Grant: General Operating Support	8 000 00
Athletic Scholars Advancement Program	Mission High School 3750 18th St San Francisco CA 94114	Grant: General Operating	5 000 00
Teenwave Minnesota	1619 Dayton Ave Ste 111 St Paul MN 55104	Grant: Be Wise Event	5 000 00
Girls Incorporated of Alameda County	13668 E 14th Street San Leandro CA 94578	Grant: GIRLStart Literacy Program	10 000 00
Huckleberry Youth Programs	3310 Geary Blvd San Francisco CA 94118	Grant: Huckleberry Youth Programs San Francisco Services	25 000 00
Guttmacher Institute Inc	125 Maiden Lane 7th Floor New York NY 10038	Grant: Evidence-Based Agenda on Sexual/Reproductive Health	45 000 00
Project Avary Inc	385 Bel Mann Keys Suite G Novato CA 94949	Grant: Improving the lives of children of incarcerated parents/families	10 000 00
Pio Publica Inc	55 Broadway 23rd Floor New York NY 10006	Grant: Investigative Journalism in the Public Interest	25 000 00
Legal Community Against Violence	268 Bush Street #555 San Francisco CA 94104	Grant: Law Center Legal Projects	30 000 00
Junior Achievement of Northern California	3003 Oak Road Ste 109 Walnut Creek CA 94597	Grant: Project EXCEL	5 000 00
Jewish Community Relations Council	123 Stewart Street Suite 301 San Francisco CA 94941	Grant: Promoting Civil Society Strengthening Public Education	50 000 00
American Civil Liberties Union Foundation	39 Drumm Street San Francisco CA 94111	Grant: Reproductive Justice Project	50 000 00
Homeless Prenatal Program	2500 18th Street San Francisco CA 94110	Grant: General Support for Case Management/Mental Health Services	35 000 00
A Home Away From Homelessness	Fort Mason Bldg 9 San Francisco CA 94941	Grant: Home Away a program of Bay Area Community Resources	5 000 00
Homeless Children's Network	3265 17th Street Ste #404 San Francisco CA 94110	Grant: Parent Education Initiative	15 000 00
STAND! for Families Free of Violence	1410 Danzig Plaza, Suite 200 Concord CA 94520	Grant: General Operating Support	20 000 00
Temple Israel	2324 Emerson Avenue South Minneapolis MN 55405	Grant: Food Drive	1 000 00
Congregation Emanu-El	2 Lake Street San Francisco, CA 94118	Grant: Rabbi Pearce Retirement Gala	1 825 00
Meals on Wheels of San Francisco	1375 Fairfax Avenue San Francisco CA 94124	Grant: Home Delivered Meal Program for isolated seniors	15 000 00
Sunset District Comm Development	3918 Judah Street San Francisco CA 94122	Grant: Sunset Youth Services	10 000 00
Legal Aid of Sonoma County	144 South E Street, Ste 100 Santa Rosa CA 95404	Grant: Child Abuse Prevention Project (C A P P )	15 000 00
On Lok Day Services	225 30th Street San Francisco CA 94131	Grant: 30th Street Senior Center's Nutrition Program	10 000 00
Legal Assistance for Seniors	1970 Broadway Suite 300 Oakland CA 94612	Grant: Legal Assistance for Seniors Guardianship Program	15 000 00
Regional Parks Foundation	P O Box 21074 Crestmont Station Oakland CA 94620	Grant: The Campership Program/Camp Arroyo	5 000 00
Jewish Community Relations Council	121 Stewart Street Suite 301 San Francisco CA 94941	Grant: Promoting Civil Society Strengthening Understanding of Shared Values	30 000 00
SAGE Project Inc	68 12th Street San Francisco CA 94103	Grant: Life Skills for Girls Mental Health Services	20 000 00
The Project On Government Oversight Inc	1100 G Street, NW Suite 500 Washington DC 20005	Grant: General Support of POGO Investigations	20 000 00
Opportunity Neighborhood	1417 10th St NW #104 New Brighton MN 55112	Grant: Ames After Hours	5 000 00
Jewish Community Relations Council	121 Stewart Street Suite 301 San Francisco CA 94941	Grant: Promoting Civil Society Strengthening Public Education	25 000 00
Tubman Family Alliance	3111 First Avenue South Minneapolis MN 55408	Grant: Tubman's Family Crisis & Support Services	10 000 00
Shelter Network of San Mateo County	1450 Chapin Ave 2nd Floor Burlingame CA 94010	Grant: InnVision SNSMC Children's Program	10 000 00
Coaching Corps	310 Eighth Street, Suite 300 Oakland CA 94607	Grant: Unleashing the Power of College Student Volunteers	10 000 00
Raising A Reader: SF and Alameda Counties	470 3rd Street, Ste 102 San Francisco CA 94107	Grant: Raising A Reader	5 000 00
Superstars Literacy Inc	333 Hegenberger Rd Suite 503 Oakland CA 94621	Grant: Superstars Literacy General Operating Support	10 000 00
San Francisco Conservatory of Music	50 Oak Street San Francisco CA 94102	Grant: Conservatory in the Schools	15 000 00
Mentus College Fund	PO Box 29024 San Francisco CA 94129	Grant: Student Scholarships	10 000 00
A Home Within Inc	2255 Van Ness Ave Suite 101 San Francisco CA 94109	Grant: SF Bay Area Local Chapters	10 000 00
The Advocates for Human Rights	330 Second Avenue South # 800 Minneapolis MN 55401	Grant: General Support	5 000 00
Mid-Penninsula Boys & Girls Club Inc	200 North Quebec Street San Mateo CA 94401	Grant: Making Every Day Count	15 000 00
San Francisco Parks Trust Inc	PO Box 170160 San Francisco CA 94117-0160	Grant: Gear Up fund for Palega Recreation Center	15 000 00
First Place for Youth	426 17th St Suite 100 Oakland CA 94612	Grant: The Healthy Transitions Project	75 000 00
Sonoma Valley Mentoring Alliance Inc	916 First Street West Sonoma CA 95476	Grant: SV "Stand By Me" Mentoring Alliance	5 000 00
California Youth Connections	604 Mission Street, 9th Floor San Francisco CA 94105	Grant: CYC Internship Project	5 000 00
San Francisco Botanical Garden Society	Stroying Arboretum Golden Gate Park 9th Ave Lincoln Way	Grant: 2012 2013 Youth Education Program	10 000 00
Alameda County Library Foundation	2450 Stevenson Blvd Fremont, CA 94538	Grant: Start With A Story	5 000 00
Women Organized To Make Abuse Non Existence	333 Valencia Street # 450 San Francisco CA 94103	Grant: DVIRC Integration with Crisis Line	10 000 00
Jumpstart For Young Children Inc	65 Battery Street, 2nd Floor San Francisco CA 94111	Grant: Jumpstart Northern California	35 000 00
Center for Reproductive Rights	120 Wall Street, 14th Floor New York, NY 10005	Grant: U S Program	75 000 00
The Cowles Center	528 Hennepin Avenue Minneapolis MN 55403	Grant: Fund-A-Need Arts-in-Education	1 000 00
Randall Museum Friends	199 Museum Way San Francisco CA 94114	Grant: General Operations Support	5 000 00
Reading Partners	106 Linden St # 202 Oakland CA 94607	Grant: 1-on-1 Literacy Intervention in San Francisco & East Bay	20 000 00
Union of Concerned Scientists	Two Brattle Square Cambridge MA 02138	Grant: Food and Environment Program	100 000 00
Center for Food Safety	660 Pennsylvania Ave SE Suite 302 Washington DC 20003	Grant: California Food & Agriculture Initiative	125 000 00
Raphael House of San Francisco Inc	1065 Suter Street San Francisco CA 94109	Grant: Children's Services	10 000 00
Oceana Inc	1350 Connecticut Ave NW 5th Floor Washington DC 20036	Grant: Climate and Energy Campaign	50 000 00

**The David B. Gold Foundation  
Grants List  
January through December 2013**

Court Appointed Special Advocates	Sonoma County Inc PO Box 1418 Kenwood CA 95452	Grant Foster Youth Transitioning Into Adulthood	35 000 00
San Francisco Education Fund	2730 Bryant Street, 2nd Floor San Francisco CA 94110	Grant SF Education Fund's School Volunteers	10 000 00
Planned Parenthood Federation	434 West 33rd Street New York, NY 07410	Grant Planned Parenthood Federation of America	150 000 00
SF Child Abuse Prevention Center	1757 Waller Street San Francisco CA 94117	Grant Waller St. Renovation/Enhanced Parent-Child Education Services	150 000 00
Education Outside	135 Van Ness Avenue Room 408 San Francisco CA 94102	Grant 2013-14 Corps for Education Outside Expansion	75 000 00
Science Museum of Minnesota	120 West Kellogg Blvd St. Paul MN 55102	Grant Kitty Andersen Youth Science Center	5 000 00
Cunodysey	1651 Coyote Point Dr San Mateo CA 94401 1097	Grant School Science Program	2 500 00
Conservation Corps North Bay Inc	27 Larkspur Street San Rafael, CA 94954	Grant Indian Valley Organic Farm & Garden (Elaine)	5 000 00
Congregation Emanu-El	2 Lake Street San Francisco, CA 94118	Grant Life-Cycle Fund	5 000 00
The American Society for the Royal	c/o Chapel & York Ltd 1000 N West St. Suite 1200	Grant The Millennium Seed Bank Partnership (Elaine)	5 000 00
The Foundation for Read Schools	277 A Karen Way Tiburon CA 94920	Grant Annual Fund (Elaine)	5 000 00
Redwood High School Foundation	395 Doherty Dr Rm 181A Larkspur CA 94939	Grant Annual Fund (Elaine)	5 000 00
Richmond District Neighborhood Center	741 30th Avenue San Francisco CA 94121	Grant Richmond District After School Collaborative	7 000 00
Compass Family Services	49 Powell Street Ste 300 San Francisco CA 94102	Grant Compass Children's Center	10 000 00
Food Runners	2579 Washington Street San Francisco CA 94115	Grant Providing Donated Perishable Food to those in Need	2 500 00
Teen Talk Sexuality Education	Sequoia HS District 480 James Ave Redwood City CA 94062	Grant School Services Program	25 000 00
The Alameda County Community Food Bank	7900 Edgewater Drive Oakland, CA 94621	Grant Operating Support	35 000 00
Family Support Services of the Bay Area	401 Grand Ave Suite 500 Oakland CA 94610	Grant Kinship Youth Program	15 000 00
La Casa De Las Madres	1663 Mission Street Suite 225 San Francisco CA 94103	Grant Emergency Domestic Violence Shelter Program	20 000 00
Alameda Boys and Girls Club Inc	1900 3rd Street Alameda CA 94501	Grant Generation Z Teen Project	15 000 00
Boys & Girls Club of San Francisco	55 Hawthorne Street, Ste 600 San Francisco CA 94105	Grant Don Fisher Boys & Girls Club	500 000 00
Boys & Girls Club of San Francisco	55 Hawthorne Street, Ste 600 San Francisco CA 94105	Grant Intensive Academic Support/June Jordan School for Equity	250 000 00
A Safe Place	PO Box 23006 Oakland CA 94623	Grant A Safe Place for Victims of Domestic Violence	10 000 00
Child Advocates of Silicon Valley Inc	509 Valley Way Milpitas CA 95035	Grant Middle School Foster Youth Education Program	20 000 00
MacPhail Center for Music	501 2nd Street South Minneapolis MN 55401	Grant General Support	1 000 00
Way To Grow	125 W Broadway Ave STE 110 Minneapolis MN 55411	Grant Great by 8/Early Childhood/Elementary Education/Health Program	5 000 00
SF Conservatory of Flower	100 John F Kennedy Drive San Francisco CA 94118	Grant Adaptation Plant Survivors	5 000 00
Conservation Corps Minnesota	60 Plato Blvd E Suite 210 St. Paul MN 55107	Grant Youth Outdoors Program Expansion	5 000 00
Young Men's Christian Assoc of S F	50 California St San Francisco CA 94111	Grant Gold Family Healthy Families Initiative	150 000 00
San Francisco Food Bank	900 Pennsylvania Avenue San Francisco CA 94107	Grant General Support	40 000 00
2nd Harvest Food Bank of Santa Cruz/Benito	800 Ohlone Parkway Watsonville CA 95076	Grant General Support	10 000 00
2nd Harvest Food Bank of Santa Clara	750 Curtner Avenue San Jose, CA 95125	Grant General Support	30 000 00
Food Bank of Contra Costa and Solano	PO Box 271968 Concord CA 94527	Grant General Support	15 000 00
Redwood Empire Food Bank	3320 Industrial Drive Santa Rosa CA 95403	Grant General Support	20 000 00
2nd Harvest Food Bank of Orange County	8014 Marine Way Irvine CA 92618	Grant General Support	30 000 00
Food Bank of Southern California	1444 San Francisco Ave Long Beach CA 90813	Grant General Support	30 000 00
Los Angeles Regional Food bank	1734 East 41st St Los Angeles CA 90058	Grant General Support	30 000 00
2nd Harvest Heartland	1140 Gervais Ave St Paul MN 55109	Grant General Support	30 000 00
San Diego Food Bank	9850 Distribution Avenue San Diego CA 92121	Grant General Support	15 000 00
Feeding America San Diego	9151 Rehco Road Suite B San Diego CA 92121	Grant General Support	15 000 00
Nature Bridge	28 Geary St. Suite 650 San Francisco CA 94108	Grant Science Education/Innovative Research Proj Underserved Youth	100 000 00
Telegraph Hill Neighborhood Association	660 Lombard Street San Francisco CA 94133	Grant Tel-Hi's After School Comprehensive K-8 After-school	20 000 00
Center for Investigative Reporting Inc	2130 Center St. Ste 103 Berkeley CA 94704	Grant Toxic California	30 000 00
Citizens For Responsibility Ethics in WA	1400 Eye Street NW Ste 450 Washington DC 20005	Grant General Operating Support	25 000 00
Earth Justice	50 California Street, Ste 500 San Francisco CA 94111	Grant Safeguarding Our Health & Protecting Our Oceans	350 000 00
Center for Youth Wellness	3450 Third St Bldg 2 Suite 201 San Francisco CA 94124	Grant Building Resilience to Understand/Cope with Adverse Childhood Experiences	50 000 00
Trust for Public Land	101 Montgomery St Suite 800 San Francisco CA 94104	Grant Park for People Prog - SF Bay Area & Minnesota	60 000 00
Summer Search	500 Sansome Street Suite 350 San Francisco CA 94115	Grant Summer Search Four-Part Program 2013-2014	25 000 00
Canal Alliance	91 Larkspur St San Rafael CA 94901	Grant Youth Scholarship Program	7 500 00
Slide Ranch	2025 Shoreline Highway Mar Beach CA 94965	Grant Slide Ranch School & Community Program	5 000 00
SF Bay Area Council Boy Scouts of America	1001 Davis Street San Leandro CA 94577 1514	Grant Direct Support Program	10 000 00
Golden Gate National Parks Conservancy	Building 201 Fort Mason San Francisco CA 94123	Grant Integrating Wellness into Park Youth Programs	50 000 00
Bay Area Legal Aid	1735 Telegraph Avenue Oakland CA 94612	Grant 2014 Alameda Cnty Foster Youth Justice Project	30 000 00
Bay Area Legal Aid	1735 Telegraph Avenue Oakland CA 94612	Grant Alameda Cnty Domestic Violence Legal Services	70 000 00
Mann Organic	PO Box 962 Pt. Reyes Station CA 94956	Grant Farm Field Studies/Increasing Access to Env /Nutrition Educ	5 000 00
Covenant House California	200 Harrison Street Oakland CA 94609	Grant CHC-Oakland Improving the Welfare of Homeless & At-Risk Youth	10 000 00
Yeah	1744 University Ave Berkeley CA 94703	Grant Transition Age Youth Shelter	10 000 00
Juma Ventures	131 Stewart Street, Ste 201 San Francisco CA 94105	Grant Pathways to Advancement	5 000 00
Partners Program	6100 Broadway Oakland CA 94618-1824	Grant Expansion & Improvement of The Partners Program	10 000 00
Taxpayers For Common Sense	851 Pennsylvania Ave SE Washington, DC 20003	Grant Ending Dirty Energy Subsidies	20 000 00
Mission Graduates	3040 16th Street San Francisco CA 94103	Grant The Extended Day Learning Program	5 000 00
America SCORES	1610 Harrison St San Francisco CA 94103	Grant America SCORES Bay Area at Hillcrest Elementary School	5 000 00
On Lok Day Services	225 30th Street San Francisco CA 94131	Grant 30th Street Senior Center's Nutrition Program	15 000 00
Foundation For Students Rising Above	PO Box 29174 San Francisco CA 94129	Grant College Success & Workforce Development Program	7 500 00
Alameda CC Appointed Special Advocates	1000 San Leandro Blvd Ste 300 San Leandro CA 94577	Grant ACCASA Transition-Age Youth Program	25 000 00
Tides Center	Tides Center 762 Fulton Street San Francisco CA 94102	Grant Dating Violence Prevention for Jewish College Students	5 000 00
Friends of the Tustin Library	345 East Main Street Tustin CA 92780	Grant Youth and Senior Outreach Projects	2 500 00
Boys & Girls Club of Tustin	580 W 6th Street Tustin CA 92780	Grant General Support	2 500 00
South Coast Repertory	PO Box 2197 Costa Mesa CA 92628	Grant Education & Outreach Programs	5 000 00
Atroyo Elementary School PTA	11112 Coronel Road Santa Ana CA 92705	Grant General Support	5 000 00
Paefic Symphony	3631 South Harbor Blvd Suite 100 Santa Ana CA 92704	Grant Youth Education & Outreach Programs	2 500 00
Hewes Middle School	13232 Hewes Avenue North Tustin CA 92705	Grant Support for Art/Music/Science in the classroom	7 500 00
Redwood High School Foundation	395 Doherty Dr, Rm 181A Larkspur CA 94939	Grant Annual Fund	5 000 00
BayKeeper	785 Market Street, Suite 850 San Francisco CA 94103	Grant General Operating Support	20 000 00
San Francisco Senior Center	890 Beach Street San Francisco CA 94109	Grant General Support	10 000 00
Swm for Life Foundation	100 West Main St. Suite 4 Tustin CA 92780	Grant General Support	5 000 00
			4 349 825 00
			<b>4 349 825 00</b>

## Statement 18

Form 990-PF, Part XV, Line 2a  
Information Regarding Contribution, Grant, Gift Loan, Scholarship, etc Programs

## Eligibility

**Geographic Scope:** The Foundation funds organizations that have an impact in the San Francisco Bay Area with an emphasis on Alameda and San Francisco counties and in the Twin Cities of Minneapolis/St. Paul in Minnesota. On occasion, the Foundation funds national projects that are particularly relevant to the Foundation's mission.

**Limitations:** The Foundation only accepts proposals that fall into our stated program areas and geographic regions. The Foundation does not award grants to individuals (including projects for research, attending conferences, scholarships, musical works, or film). An applying organization must have 501(c)(3) status under the Internal Revenue Code. That is, it must be incorporated as a nonprofit corporation that is not a private foundation pursuant to the 1969 Tax Reform Act. Except for those organizations that fall within the Foundation's Jewish Culture program area, the Foundation does not award grants to sectarian organizations. Applicants must have evidence of current tax-exempt status from the Internal Revenue Service under Section 501(c)(3) or have a fiscal sponsor with such status. Each organization may submit for consideration only one application per its fiscal year.

**Grant Range and Duration:** Grant size varies according to the type of project and the needs of the organization. If the Foundation selects an applicant for funding, it typically awards a single annual contribution for first-time applicants. If an applicant is a previous grant recipient, the Foundation may consider a request for multi-year funding in the future. No application from an organization previously funded will be reviewed until the Foundation receives a full report on the previous grant.

## Program Areas

**Children, Youth, and Families:** The Foundation supports programs that promote the well-being of young people (birth to age 21) and provide them with opportunities to be responsible and caring people. The Foundation focuses on the following goals in its Children, Youth, and Families program areas:

**Focus: Support Early Childhood Development Programs**

We support programs that advocate for and/or demonstrate best practices in the field of early childhood development.

**Focus: Promote Enrichment Programs for School Age Youth**

We support enrichment programs that promote the well-being of youth, including healthy living, academic enrichment, literacy, life skills, environmental education, sports, and recreational opportunities.

**Focus: Reduce Domestic Violence**

We support direct service and advocacy programs that work to prevent domestic violence and teen dating violence. We fund intervention programs including domestic violence shelters and services for child witnesses of domestic violence.

**Focus: Improve the Welfare of Children**

We support programs that focus on the welfare of foster youth, homeless youth, and runaway youth by providing advocacy, family support, housing, mental health services, job skills development, mentoring programs, or access to high quality education.

Focus: Help Prevent Teen Parenthood

We support direct service and advocacy programs that encourage delaying parenthood until adulthood by providing comprehensive reproductive health education and services to young people.

Environment: The Foundation is committed to protecting natural resources, improving the quality of the environment, and promoting environmental stewardship. The Foundation supports programs that work to reduce toxic emissions and waste, preserve open space, and educate the community about conservation and other environmental issues.

Focus: Reduce Toxic Emissions

We support organizations with a demonstrated record of effectiveness in working to strengthen environmental laws that reduce toxic emissions into the air, on the ground, and in water.

Focus: Preserve Open Space

We support programs that acquire undeveloped land for future use as public space.

Focus: Promote Sustainable Energy Policy

We support programs that advocate for a sustainable energy future, including reducing dependency on fossil fuels and encouraging use of alternative sustainable energy sources.

Democratic Values: The Foundation supports programs that foster a respect for basic democratic principles, including integrity in government, separation of church and state, protection of civil liberties, and the right to privacy.

Jewish Culture: The Foundation supports programs that foster an understanding and appreciation of Jewish culture.

Miscellaneous: While the Foundation accepts online inquiries only in the above-mentioned program areas, at its own discretion the Foundation may award grants outside of these parameters.

Statement 19

Form 990-PF, Part VIII, Line 1

Compensation of Officers, Directors, Trustees and Key Employees

Elaine E. Gold is compensated for her duties as the Executive Director of the Foundation, not as Director of the Board.

Steven A. Gold is compensated for his duties as the Chief Financial Officer of the Foundation, not as an Officer or Director of the Board.

Payment for such services that are reasonable and necessary to carry out the exempt purposes of the Foundation, as they are in this case, is excluded from the self dealing rules under Reg. §53.4941(d)-3(c).

**THE DAVID B GOLD FOUNDATION**  
**SCHEDULE OF ASSETS**  
**AS OF DECEMBER 31, 2013**

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value
<b>INTERNATIONAL INDEX FUNDS</b>						
5/3/2005	16100	MSCI EAFE INDEX FUND	62 42	1,004,952 13	67 09	1,080,229 50
1/31/1999	344520	607 EURO PACIFIC GROWTH FUND	31 22	10,755,277 87	49 07	16,905,626 19
3/4/1996	274414	347 HARDING LOEVNER	12 33	3,382,976 49	18 03	4,947,690 67
<b>TOTAL INTERNATIONAL INDEX FUNDS</b>				<b>\$ 15,143,206 49</b>		<b>\$ 22,933,546 36</b>
<b>COMMON STOCK</b>						
11/20/2012	750	3D SYSTEMS CORP	27 57	20,679 85	92 93	69,697 50
7/26/2005	2000	3M COMPANY	72 63	145,264 00	140 25	280,500 00
8/6/2008	4000	ABB LTD	21 97	87,867 00	26 56	106,240 00
6/22/2010	2000	ABBOTT LABS	23 36	46,718 15	38 33	76,660 00
6/22/2010	1000	ABBVIE INC	25 33	25,330 92	52 81	52,810 00
3/13/2012	1500	AKAMAI TECHNOLOGIES INC	37 30	55,946 70	47 18	70,770 00
4/28/2005	5500	APTARGROUP INC	30 02	165,132 32	67 81	372,955 00
6/24/2013	10800	AXIALL CORP	40 34	435,700 71	47 44	512,352 00
12/30/2010	11200	BABCOCK & WILCOX CO	25 77	288,667 89	34 19	382,928 00
5/6/2010	4600	BARRETT BILL CORP	30 32	139,473 31	26 78	123,188 00
1/24/2012	1200	BAYTEX ENERGY CORP	53 62	64,349 10	39 16	46,992 00
10/16/2008	1500	BECTON DICKINSON	67 94	101,909 39	110 49	165,735 00
3/18/2005	10575	BED BATH & BEYOND INC	35 59	376,367 26	80 30	849,172 50
3/1/2000	8000	BEMIS INC	17 41	139,253 69	40 96	327,680 00
3/17/2011	18900	CALGON CARBON CORP	14 58	275,580 90	20 57	388,773 00
5/9/2002	8000	CANADIAN NATIONAL RAILWAY CO	8 14	65,092 94	57 02	456,160 00
9/17/1999	7600	CARDINAL HEALTH INC	28 65	217,723 42	66 81	507,756 00
11/22/1999	3000	CATERPILLAR INC	21 36	64,088 75	90 81	272,430 00
3/9/2012	500	CDN IMPERIAL BK OF COMMERCE	75 72	37,862 50	85 41	42,705 00
3/10/2003	2500	CENOVUS ENERGY	7 99	19,976 05	28 65	71,625 00
5/25/2005	18000	CHECKPOINT SYS INC	17 72	319,028 52	15 77	283,860 00
5/9/2002	2500	CISCO SYS INC	15 62	39,049 95	22 43	56,075 00
1/25/2012	600	COACH INC	69 46	41,676 44	56 13	33,678 00
10/8/2007	12850	COMCAST CORP NEW CL A	22 08	283,715 70	51 96	667,750 25
11/11/2013	6100	COMPASS MINERALS INTL	73 34	447,393 91	80 05	488,305 00
10/21/1999	2524	CONOCOPHILLIPS	18 27	46,101 37	70 65	178,320 60
6/3/2013	3000	CORNING INC	15 65	46,943 70	17 82	53,460 00
12/17/2013	3200	CST BRANDS INC	35 60	113,920 88	36 72	117,504 00
8/8/2000	5000	CVS CORP	15 25	76,265 20	71 57	357,850 00
6/3/2013	1200	DISNEY WALT CO	64 84	77,808 16	76 40	91,680 00
3/12/2013	20400	DYNEGY INC	20 56	419,333 45	21 52	439,008 00
6/7/2010	10225	ECOLAB INC	48 17	492,571 13	104 27	1,066,160 75
12/1/2003	3600	EDWARDS LIFESCIENCES CORP	15 62	56,222 28	65 76	236,736 00
6/18/1996	2000	EMC CORP MASS	2 41	4,814 09	25 15	50,300 00
4/1/1999	3500	EMERSON ELEC CO	27 25	95,383 25	70 18	245,630 00
10/24/2013	34800	ENTEGRIS INC	10 44	363,189 59	11 59	403,332 00
1/20/2012	16300	EXELIS INC	10 02	163,389 96	19 06	310,678 00
8/4/2011	18975	EXPEDITORS INTL WASH INC	39 18	743,531 84	44 25	839,643 75
4/24/2001	3000	EXXON MOBIL CORP	47 67	143,005 00	101 20	303,600 00
3/14/2012	5800	FEDERATED INVESTMENTS INC CL B	21 61	125,338 00	28 80	167,040 00
3/22/2001	1500	FUELCCELL ENERGY INC	23 05	34,569 25	1 41	2,115 00
11/21/2013	1500	GENERAL ELEC CO	26 94	40,416 10	28 03	42,045 00
10/23/2008	4000	GENUINE PARTS CO	33 58	134,322 91	83 19	332,760 00
6/22/2010	150	GOOGLE INC	531 11	79,666 49	1,120 71	168,106 50
1/2/2013	30200	GRAFTECH INTL INC	9 18	277,223 25	11 23	339,146 00
3/2/2004	1500	HAWKINS INC	12 14	18,213 60	37 19	55,785 00
2/24/2010	9000	HUGOTON RYLTY TR	19 00	171,021 10	7 50	67,500 00
1/25/2012	800	IDEXX LABS INC	85 48	68,381 10	106 37	85,096 00
3/6/1997	11000	INTEL CORP	22 73	250,060 83	25 95	285,505 00
10/6/1993	3500	INTERNATIONAL FLAVORS & FRAGRANCES	32 40	113,406 75	85 98	300,930 00
2/24/2010	1500	INTL BUSINESS MACHINES CORP	129 55	194,327 02	187 57	281,355 00
5/16/2012	6100	JOHN BEAN TECH CORP COM	15 74	95,999 97	29 33	178,913 00
8/8/1988	2000	JOHNSON & JOHNSON	11 28	22,565 00	91 59	183,180 00
9/22/2010	1500	KIMBERLY CLARK CORP	66 76	100,140 00	104 46	156,690 00
6/17/1999	14000	KOPIN CORP	6 07	85,027 62	4 22	59,080 00
3/15/2013	8175	LEIDOS HOLDINGS INC	38 32	313,263 85	46 49	380,055 75
2/7/2013	6400	LINDSAY CORPORATION	79 47	508,589 57	82 75	529,600 00
1/25/2008	21700	LIVE NATION ENTERTAINMENT	5 88	127,569 11	19 76	428,792 00
11/20/2012	1000	LPG PHOTONICS CORP	59 16	59,160 50	77 61	77,610 00
5/10/2007	4000	MCCORMICK CO INC	36 36	145,440 00	68 92	275,680 00
1/27/2012	1500	MCDONALDS CORPORATION	95 57	143,359 74	97 03	145,545 00
8/23/1993	18325	MICROSOFT CORP	20 78	380,750 52	37 41	685,538 25
11/21/2013	500	MSC INDUSTRIAL DIRECT CO	77 06	38,532 00	80 87	40,435 00
10/12/2005	5000	NESTLE S A	35 53	177,660 00	73 59	367,950 00
3/16/2001	19050	NIKE INC	13 43	255,778 04	78 64	1,498,092 00
3/2/2004	8000	ORACLE CORP	15 43	123,419 00	38 26	306,080 00
10/9/2002	22450	PAYCHEX INC	29 89	670,975 23	45 53	1,022,148 50
11/9/2010	8500	PENSKE AUTO GROUP	15 66	133,124 45	47 16	400,860 00
5/4/1983	3500	PEPSICO INC	29 14	101,989 95	82 94	290,290 00

**THE DAVID B GOLD FOUNDATION**  
**SCHEDULE OF ASSETS**  
**AS OF DECEMBER 31, 2013**

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value
8/9/2011	10200	PERKINELMER INC	25 88	263,956 41	41 23	420,546 00
3/21/2000	3500	PROCTER & GAMBLE	29 15	102,008 38	81 41	284,935 00
11/24/1999	34475	PROGRESSIVE CORP OHIO	10 95	377,363 88	27 27	940,133 25
1/24/2012	7000	ROGERS SUGAR INC	5 58	39,074 21	5 07	35,510 30
9/22/2010	1500	ROSETTA RESOURCES INC	21 46	32,190 00	48 04	72,060 00
8/6/2008	4000	SANOFI-AVENTIS ADR	35 42	141,693 00	53 63	214,520 00
11/16/2012	2500	SONOCO PRODUCTS CO	30 06	75,162 10	41 72	104,300 00
8/5/1999	3000	STANLEY BLACK & DECKER INC	28 35	85,036 25	80 69	242,070 00
7/8/2002	2000	TECO ENERGY INC	24 10	48,200 00	17 24	34,480 00
1/27/2012	1200	THERMO FISHER SCIENTIFIC INC	59 72	71,668 60	111 35	133,620 00
3/28/1985	5034	UNILEVER N V NEW YORK	32 82	165,198 67	40 23	202,517 82
8/5/2013	700	UNITED NAT FOODS INC	60 66	42,459 50	75 39	52,773 00
4/24/2007	2750	UNITED PARCEL SERVICE	69 99	192,472 03	105 08	288,970 00
12/23/2013	2400	USG CORP	27 47	65,932 14	28 38	68,112 00
11/9/2010	16000	VCA ANTECH INC	21 79	348,648 04	31 36	501,760 00
2/7/2013	1700	WABTEC CORP	52 47	89,199 73	74 27	126,259 00
7/18/2001	2900	WATERS CORP	32 75	94,980 48	100 00	290,000 00
4/1/1999	6000	WEINGARTEN RLTY INVS	18 23	109,386 25	27 42	164,520 00
4/8/1996	23600	WELLS FARGO & CO	18 10	427,165 36	45 40	1,071,440 00
12/20/2002	1600	3M COMPANY	60 15	96,240 00	140 25	224,400 00
10/11/1995	1125	AMC NETWORKS INC	12 67	14,253 71	68 11	76,623 75
12/20/2002	4575	AMERIVEST PPTYS INC REIT	6 18	28,273 50	0 40	1,830 00
10/11/1995	4500	CABLEVISION NY GROUP CL A	11 04	49,684 10	17 93	80,685 00
12/20/2002	59	DAYTONABRANDS INC	0 01	0 88	-	0 02
12/20/2002	19476	HOST MARRIOTT CORP NEW	8 77	170,810 17	19 44	378,613 44
12/20/2002	5920	INTEL CORP	17 00	100,640 00	25 95	153,653 60
12/20/2002	2000	INTL BUSINESS MACHINES CORP	78 66	157,320 00	187 57	375,140 00
12/20/2002	551	JPS INDUSTRIES, INC	3 26	1,796 26	6 00	3,306 00
12/20/2002	630	LTV CORPORATION	-	2 84	-	0 94
10/11/1995	625	MADISON SQUARE GARDEN COM	9 84	6,152 66	57 58	35,987 50
12/20/2002	7200	MEDTRONIC INC	46 30	333,360 00	57 39	413,208 00
12/20/2002	10	MGC DIAGNOSTICS CORP	1 32	13 20	12 66	126 60
12/20/2002	2124	PFIZER INC	29 29	62,202 86	30 63	65,058 12
12/20/2002	8000	ST JUDE MED INC	17 65	141,240 00	61 95	495,600 00
12/20/2002	73	UNUMPROVIDENT CORP	17 00	1,241 00	35 08	2,560 84
6/27/2013	669	ZOETIS INC	29 59	19,794 04	32 69	21,869 61
4/17/2013	16400	WHITE WAVE FOODS CO	17 66	289,635 00	22 94	376,216 00
5/16/2012	23150	WPX ENERGY	16 38	379,115 74	20 38	471,797 00
8/31/2005	46	EXTERRAN HOLDINGS INC	46 49	2,138 65	34 20	1,573 20
7/3/2007	8300	PIEDMONT OFFICE REALTY TRUST	24 00	199,215 00	16 52	137,116 00
6/2/2006	17500	PRESIDIO BANK	10 00	175,000 00	9 95	174,125 00
9/30/2011	3272	PUBLIC STORAGE INC	117 15	383,314 80	150 52	492,501 44
10/21/2011	3789	RESPONSYS INC	1 87	7,085 43	27 41	103,856 49
10/21/2003	1558	TEARLAB CORPORATION	16 69	25,995 32	9 34	14,551 72
		<b>TOTAL COMMON STOCK</b>		<b>\$ 17,152,940 41</b>		<b>\$ 29,903,549 99</b>
<b>AMERICAN DEPOSITORY RECEIPTS</b>						
9/30/1991	292	ALCATEL-LUCENT SPONSORED ADR	132 59	38,717 12	4 40	1,284 80
3/9/2012	1500	GDF SUEZ SPNS ADR	25 98	38,970 00	23 67	35,505 00
3/12/2012	1000	LVMH MOET HENNESSY LOU ADR	34 94	34,940 00	36 60	36,600 00
7/9/2013	5900	MALLINCKRODT PLC	44 50	262,539 54	52 26	308,334 00
4/16/2008	2000	NOVARTIS AG SPNSRD ADR	47 17	94,340 00	80 38	160,760 00
1/27/2012	900	NOVO-NORDISKA S SPNSRD AD	145 51	130,962 15	184 76	166,284 00
11/21/2007	4000	NOVOZYMES A/S B DDK2	17 30	69,217 00	42 28	169,113 98
3/12/2012	1000	OLAM INTL LTD ADR	35 80	35,797 56	24 00	24,000 00
5/10/2007	5000	PETROLEO BRASILEIRO	30 05	150,274 90	13 78	68,900 00
1/27/2012	1100	SIEMENS A G ADR	98 80	108,683 25	138 51	152,361 00
1/27/2012	700	SOCIEDAD QUIMICA MINERA DE	58 91	41,234 50	25 88	18,116 00
2/7/2013	2000	VERMILION ENERGY INC	53 60	107,206 90	58 62	117,240 00
		<b>TOTAL AMERICAN DEPOSITORY RECEIPTS</b>		<b>\$ 1,112,882 92</b>		<b>\$ 1,258,498 78</b>
<b>MUTUAL FUNDS</b>						
12/16/2002	67786 037	AMER FDS FUNDAMENTAL INVESTORS	26 23	1,778,355 80	51 97	3,522,840 34
12/20/2002	131499 835	MONTAG & CALDWELL GROWTH FD	20 85	2,742,089 98	28 21	3,709,610 34
		<b>TOTAL MUTUAL FUNDS</b>		<b>\$ 4,520,445 78</b>		<b>\$ 7,232,450 68</b>
<b>INDEX FUNDS</b>						
7/19/2002	14231	ISHARES TRUST RUSSELL 3000 INDEX FD	49 18	699,880 58	110 65	1,574,660 15
12/20/2002	5500	POWERSHARES QQQ ETF	25 06	137,830 00	87 96	483,780 00
12/20/2002	5810	S&P 500 DEPOSITORY RECEIPT	89 16	518,019 60	184 69	1,073,048 90
4/5/2000	5623 887	VANGUARD 500 INDEX FUND	131 65	740,390 65	170 36	958,085 39
6/24/1997	42501 28	VANGUARD TOTAL STK MKT PORTFOLIO	22 44	953,935 65	46 67	1,983,534 74
2/25/2000	24607 833	VNGRD EXT MARKET INDEX FD	36 73	903,842 98	62 76	1,544,387 60
		<b>TOTAL INDEX FUNDS</b>		<b>\$ 3,953,899 46</b>		<b>\$ 7,617,496 78</b>
<b>CORPORATE BONDS</b>						

THE DAVID B GOLD FOUNDATION  
SCHEDULE OF ASSETS  
AS OF DECEMBER 31, 2013

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	
12/20/2002	50000	MOTELS AMER SR SNT	0.000% Due 04-15-15	54.00	27,000.00	54.00	27,000.00
5/18/2009	283000	AFLAC INC NTS	8.500% Due 05-15-19	104.69	296,266.32	127.72	361,447.60
4/27/2011	220000	ALLEGHENY TECH NTS	5.950% Due 01-15-21	106.90	235,188.80	103.74	228,225.80
2/15/2011	100000	AMERICAN EXPRESS	5.125% Due 08-25-14	107.53	107,532.00	103.04	103,045.00
3/18/2013	34000	AMERICAN EXPRESS CO	8.125% Due 05-20-19	134.76	45,819.42	127.59	43,381.62
2/28/2008	116000	ARCHER DANIELS NOTES	5.450% Due 03-15-18	100.00	115,997.68	113.03	131,110.16
2/7/2013	221000	AT&T INC	0.900% Due 02-12-16	99.93	220,856.35	99.49	219,877.32
1/28/2009	100000	BA CREDIT CARD TRUST 2007-A 11 F/R	0.214% Due 12-15-19	64.87	64,871.09	98.89	98,891.00
5/28/2009	265000	BANK AMER FUNDING CORP SR NT	7.625% Due 06-01-19	108.03	286,276.90	124.03	328,687.45
6/6/2013	117000	BARRICK NA FINANCE	4.400% Due 05-30-21	99.94	116,928.63	96.28	112,653.45
2/28/2011	210000	BB&T CORP NTS	3.200% Due 03-15-16	99.86	209,708.10	104.57	219,599.10
1/10/2013	383000	BEAR STEARNS COS LLC	0.617% Due 11-21-16	98.67	377,909.93	99.40	380,709.66
2/11/2013	300000	CAPITAL ONE BANK USA	3.375% Due 02-15-23	83.30	249,905.00	92.97	278,904.00
12/10/2013	200000	CHASE ISSUANCE	0.553% Due 11-16-20	100.00	200,000.00	100.00	200,000.00
12/10/2013	354000	CITIBANK CREDIT CARD ISSUANCE TRUST 1	3.320% Due 09-07-18	101.09	357,871.88	100.68	356,417.82
8/5/2009	261000	CITIGROUP INC	8.125% Due 07-15-39	134.44	350,891.17	140.27	366,102.09
6/4/2009	45000	CITIGROUP INC NTS	6.875% Due 06-01-25	83.00	37,350.00	117.05	52,670.70
1/15/2010	320000	COMET 2007-A7	5.750% Due 07-15-20	116.49	372,780.07	114.89	367,651.20
1/30/2013	147000	COOPERATIVE CENTRALE	3.875% Due 02-08-22	105.58	155,205.50	100.54	147,801.15
2/28/2008	200000	DISCOVER CARD MASTER TRUST	5.650% Due 03-16-20	98.86	197,718.75	114.50	229,000.00
6/19/2008	85000	DOW CHEM CO NT	5.700% Due 05-15-18	97.93	83,483.71	114.33	97,181.35
12/19/2013	200000	GE CAPITAL CC MASTER NT	2.220% Due 01-18-22	99.39	198,781.25	98.90	197,806.00
9/4/2012	60000	GENERAL ELEC CAP CORP	3.150% Due 09-07-22	99.85	59,913.00	96.77	58,063.20
4/9/2010	273000	GENERAL ELECTRIC CAPITAL CORP	6.875% Due 01-10-39	110.95	302,892.21	128.56	350,968.80
9/13/2011	318000	HEWLETT PACKARD CO NT	3.000% Due 09-15-16	100.93	320,953.12	104.02	330,789.96
1/13/2011	280000	HSBC BK USA MTN	4.875% Due 08-24-20	97.99	274,377.60	107.92	302,184.40
11/27/2012	250000	INTL PAPER CO	7.300% Due 11-15-39	139.47	348,665.00	123.47	308,680.00
11/28/2007	355000	MANUF & TRADERS TR	6.625% Due 12-04-17	99.78	354,204.80	115.77	410,979.95
2/11/2009	219000	METLIFE INC NT	7.717% Due 02-15-19	95.05	208,153.99	123.95	271,452.69
8/16/2010	273000	MOODY'S CORP NTS	5.500% Due 09-01-20	99.37	271,291.02	105.95	289,257.15
9/14/2011	40000	PNC FUNDING CORP	2.700% Due 09-19-16	99.88	39,951.60	104.31	41,722.40
6/15/2009	28000	POTASH CORP NT	6.500% Due 05-15-19	105.77	29,615.88	118.66	33,225.92
1/14/2013	37000	PRUDENTIAL FINANCIAL INC	7.375% Due 06-15-19	128.58	47,574.60	122.77	45,424.53
8/31/2011	47000	PRUDENTIAL FINL MTN	6.000% Due 12-01-17	112.16	52,714.73	114.99	54,045.30
6/24/2008	365000	RIO TINTO FIN NTS	6.500% Due 07-15-18	99.13	361,828.15	118.05	430,875.20
11/15/2013	82000	STATE STREET CORP	3.700% Due 11-20-23	100.04	82,033.62	99.21	81,355.48
1/14/2008	245000	TARGET CORP BDS	6.000% Due 01-15-18	99.19	243,025.30	115.48	282,933.35
6/22/2009	165000	TELEFONICA EMISSIONES	4.949% Due 01-15-15	100.00	165,000.00	103.96	171,527.40
9/23/2009	200000	UNITED HEALTH GROUP	4.875% Due 03-15-15	102.73	205,456.00	105.02	210,048.00
9/11/2013	141000	VERIZON COMM INC	6.550% Due 09-15-43	99.88	140,835.03	117.00	164,964.36
3/24/2011	175000	VERIZON COMM NTS	3.000% Due 04-01-16	100.01	175,015.75	104.28	182,490.00
3/27/2013	200000	WELLS FARGO MTN	3.500% Due 03-08-22	105.72	211,450.00	100.03	200,052.00
8/14/2013	50000	CAPITAL AUTO RECEIVABLES	1.310% Due 12-20-17	99.99	49,994.18	100.42	50,211.50
4/16/2012	75000	LOWES COS INC NT	1.625% Due 04-15-17	99.91	74,935.50	99.65	74,734.50
2/27/2013	60000	FMC TECHNOLOGIES	2.000% Due 10-01-17	100.89	60,532.20	99.15	59,493.00
7/14/2011	50000	CAPITAL ONE NOTES	2.125% Due 07-15-14	99.94	49,972.50	100.79	50,396.50
8/12/2013	15000	PRUDENTIAL FIN MTN	2.300% Due 08-15-18	99.88	14,982.45	99.41	14,911.20
10/22/2013	40000	SUNTRUST BANK INC	2.350% Due 11-01-18	99.91	39,966.00	99.47	39,788.00
4/30/2013	95000	APPLE INC	2.400% Due 05-03-23	99.87	94,873.65	89.92	85,424.95
12/17/2012	55000	PRECISION CASTPARTS CORP	2.500% Due 01-15-23	99.42	54,683.75	90.60	49,828.90
11/19/2013	50000	MYLAN INC	2.550% Due 03-28-19	99.75	49,877.00	99.00	49,501.00
4/4/2013	100000	WAL MART STORES	2.550% Due 04-11-23	99.77	99,772.00	91.37	91,367.00
8/15/2012	105000	CATERPILLAR INC DEL	2.600% Due 06-26-22	101.66	106,740.15	92.71	97,342.35
3/6/2013	80000	ACE INA HOLDINGS	2.700% Due 03-13-23	99.66	79,728.80	91.63	73,305.60
12/10/2013	10000	CRANE CO	2.750% Due 12-15-18	99.99	9,998.60	99.51	9,951.20
5/15/2013	45000	MERCK CO INC	2.800% Due 05-18-23	99.93	44,968.08	92.58	41,660.10
9/28/2012	55000	NBC UNIVERSAL MEDIA LLC	2.875% Due 01-15-23	99.82	54,899.35	92.58	50,917.90
11/13/2013	55000	SEMPRA ENERGY	2.875% Due 10-01-22	93.16	51,237.45	92.07	50,639.60
5/8/2012	15000	BERKSHIRE HATH FIN	3.000% Due 05-15-22	99.23	14,884.65	95.87	14,379.90
5/24/2012	55000	UNITED TECH CORP	3.100% Due 06-01-22	99.93	54,963.53	97.78	53,777.90
10/5/2011	75000	DEERE JOHN CAP MTNS	3.150% Due 10-15-21	99.55	74,661.75	98.60	73,948.50
6/12/2013	15000	PACIFIC GAS ELECTRIC	3.250% Due 06-15-23	99.49	14,923.95	94.86	14,228.70
9/27/2012	35000	WATSON PHARMACEUTICALS	3.250% Due 10-01-22	99.16	34,707.75	93.27	32,645.20
9/14/2011	80000	INTEL CORP SR NT	3.300% Due 10-01-21	99.76	79,809.60	99.35	79,479.20
3/11/2013	55000	ENTERPRISE PRODUCTS	3.350% Due 03-15-23	99.91	54,949.40	94.99	52,245.05
8/8/2012	80000	KINDER MORGAN PTNR	3.450% Due 02-15-23	99.60	79,678.40	92.88	74,307.20
2/26/2013	20000	FMC TECHNOLOGIES	3.450% Due 10-01-22	101.63	20,326.20	92.09	18,418.60
4/5/2012	55000	WORLD FIN NETWORK CCMT	3.454% Due 01-15-23	100.00	54,998.67	102.69	56,480.60
3/11/2013	80000	MOTOROLA SOLUTIONS	3.500% Due 03-01-23	98.38	78,701.60	92.51	74,012.00
2/26/2013	15000	CYTEC INDUSTRIES	3.500% Due 04-01-23	99.30	14,895.45	91.89	13,783.20
11/10/2011	55000	BALTIMORE GAS & ELEC	3.500% Due 11-15-21	99.45	54,696.95	99.28	54,602.90
9/19/2013	25000	CUMMINS INC	3.650% Due 10-01-23	99.40	24,850.50	98.66	24,664.25
9/3/2013	75000	HOME DEPOSIT INC	3.750% Due 02-15-24	99.48	74,610.75	99.53	74,649.75
10/1/2013	10000	VERIZON COMM	3.850% Due 11-01-42	79.34	7,934.00	81.68	8,168.00
11/7/2011	75000	AMGEN INC SR NTS	3.875% Due 11-15-21	99.72	74,790.00	102.72	77,039.25
4/10/2013	60000	US AIRWAYS 2013 1 A PTT	3.950% Due 05-15-27	100.00	60,000.00	97.20	58,320.60
5/16/2013	55000	MORGAN STANLEY MTN	4.100% Due 05-22-23	99.94	54,968.65	96.77	53,226.25

**THE DAVID B. GOLD FOUNDATION  
SCHEDULE OF ASSETS  
AS OF DECEMBER 31, 2013**

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	
4/15/2013	10000	HARTFORD FINL SVCS GRP	4 300% Due 04-15-43	99 20	9,920 00	87 97	8,796 70
10/22/2013	50000	CONTINENTAL	4 500% Due 04-15-23	100 87	50,437 50	101 37	50,687 50
4/9/2013	5000	RELIANCE STEEL ALUM	4 500% Due 04-15-23	99 58	4,979 25	98 09	4,904 60
10/17/2011	70000	WELLS FARGO NTS	4 600% Due 04-01-21	107 34	75,136 25	109 62	76,736 10
5/21/2012	50000	ENERGIZER HLDG NTS	4 700% Due 05-24-22	99 72	49,858 00	99 82	49,909 50
12/4/2012	45000	ROWAN COMPANIES INC	4 875% Due 06-01-22	109 01	49,053 60	101 47	45,663 75
3/7/2011	75000	DIRECTV HOLDINGS LLC	5 000% Due 03-01-21	99 56	74,669 25	105 05	78,788 25
3/7/2013	30000	AVON PRODUCTS	5 000% Due 03-15-23	99 03	29,709 00	97 22	29,166 60
12/11/2012	20000	MOLSON COORS BREWING CO	5 000% Due 05-01-42	112 13	22,426 40	97 84	19,569 00
11/19/2013	40000	MORGAN STANLEY	5 000% Due 11-24-25	99 54	39,818 00	100 30	40,119 60
12/4/2013	15000	RETAIL OPPORTUNITY	5 000% Due 12-15-23	98 33	14,749 50	99 56	14,934 60
1/13/2009	25000	BOTTLING GRP SR NTS	5 125% Due 01-15-19	99 40	24,849 75	112 92	28,229 25
1/15/2013	50000	JEFFERIES GROUP INC	5 125% Due 01-20-23	99 72	49,860 50	101 15	50,573 50
9/11/2013	40000	VERIZON	5 150% Due 09-15-23	99 68	39,870 40	107 37	42,947 60
10/14/2011	75000	GOLDMAN SACHS GROUP	5 250% Due 07-27-21	97 08	72,811 00	109 48	82,113 00
4/6/2005	80000	XTO ENERGY INC NTS	5 300% Due 06-30-15	99 68	79,746 40	107 18	85,744 80
9/11/2007	25000	BEAR STEARNS CO NTS	5 300% Due 10-30-15	92 70	23,174 25	107 86	26,965 50
10/14/2011	50000	CITIGROUP INC SR NT	5 375% Due 08-09-20	103 35	51,677 25	113 76	56,882 00
1/23/2013	40000	SLM CORP	5 500% Due 01-25-23	98 12	39,248 00	94 46	37,784 40
2/17/2010	25000	VIACOM INC	5 500% Due 05-15-33	83 24	20,810 90	98 30	24,574 75
1/4/2012	55000	B OF A NA NTS	5 625% Due 07-01-20	94 94	52,215 35	114 27	62,849 05
10/10/2013	50000	L BRANDS INC	5 625% Due 10-15-23	100 00	50,000 00	101 50	50,750 00
3/30/2010	20000	CBS CORP NEW	5 750% Due 04-15-20	99 88	19,975 40	112 25	22,450 40
1/5/2006	9000	WELLPOINT INC NTS	5 850% Due 01-15-36	99 47	8,952 03	107 85	9,706 32
2/2/2012	75000	BANK OF AMERICA CORP SR NTS	5 875% Due 02-07-42	98 93	74,196 75	114 37	85,776 75
9/27/2013	30000	SIMON PPTY GROUP LP	5 875% Due 03-01-17	113 24	33,971 40	112 15	33,646 50
10/16/2012	55000	HCA INC	5 875% Due 05-01-23	100 00	55,000 00	98 75	54,312 50
8/2/2007	70000	PIONEER NAT RES CO	5 875% Due 07-15-16	86 99	60,889 55	110 93	77,650 30
8/16/2012	80000	INTL LEASE FIN CORP	5 875% Due 08-15-22	100 00	80,000 00	99 75	79,800 00
9/14/2011	25000	TEXTRON INC NTS	5 950% Due 09-21-21	99 75	24,937 38	107 75	26,938 75
6/18/2007	300988	CONTINENTAL AIRLINES INC	5 983% Due 04-19-22	96 92	291,711 74	109 25	328,829 17
2/5/2010	75000	JP MORGAN CHASE	6 000% Due 01-15-18	108 18	81,132 00	115 15	86,361 00
8/10/2010	30000	DIRECT TV HOLDINGS NT	6 000% Due 08-15-40	98 66	29,597 70	98 75	29,625 00
9/13/2007	25000	MERRILL LYNCH & CO	6 400% Due 08-28-17	102 21	25,551 75	115 29	28,822 75
2/4/2010	50000	KRAFT FOODS INC NT	6 500% Due 02-09-30	99 08	49,541 27	119 50	59,750 00
1/11/2012	25000	CCO HLDGS LLC NTS	6 625% Due 01-31-22	99 50	24,875 00	103 00	25,750 00
4/16/2013	30000	HARTFORD FINL SVCS GRP	6 625% Due 03-30-40	133 74	40,123 05	120 84	36,253 20
6/4/2009	35000	VALERO ENERGY CORP NOTE	6 625% Due 06-15-37	84 92	29,721 21	114 07	39,925 55
6/16/2010	20000	PRUDENTIAL FINANCIAL INC	6 625% Due 06-21-40	99 92	19,984 40	121 27	24,253 40
10/25/2012	45000	FORD MTR CO DEL	6 625% Due 10-01-28	113 25	50,962 50	112 27	50,521 95
6/19/2007	211281	UNITED AIR LINES NTS	6 636% Due 07-26-22	100 00	211,280 66	106 00	223,957 50
3/2/2009	45000	ONEOK PARTNERS LP	6 650% Due 10-01-36	75 17	33,825 60	110 05	49,521 15
1/19/2010	35000	SIMON PROPERTY GROUP LP	6 750% Due 02-01-40	99 44	34,803 30	125 43	43,899 45
1/25/2011	25000	DANA HOLDING CORP	6 750% Due 02-15-21	100 00	25,000 00	107 50	26,875 00
8/30/2007	120000	REALTY INCOME NT	6 750% Due 08-15-19	99 83	119,792 40	117 07	140,484 00
8/14/2007	30000	GENERAL MOTORS ACCEPTANCES CORP	6 750% Due 12-01-14	86 50	25,950 00	104 62	31,387 50
10/23/2012	50000	PLAINS EXPLORATION PRO	6 875% Due 02-15-23	100 00	50,000 00	111 50	55,750 00
4/20/2010	15000	CF INDS INC SR NOTES	6 875% Due 05-01-18	100 00	15,000 00	115 98	17,397 15
10/10/2007	15000	PIONEER NAT RES CO	6 875% Due 05-01-18	94 37	14,156 25	117 09	17,563 65
5/5/2003	170000	SPRINT CAP CORP COMP GUAR	6 875% Due 11-15-28	96 32	163,740 75	94 25	160,225 00
3/5/2010	5000	MASCO CORP SR NT	7 125% Due 03-15-20	100 00	4,999 90	114 15	5,707 55
8/15/2007	10000	PIONEER NAT RES NT	7 200% Due 01-15-28	86 69	8,668 75	120 24	12,023 80
8/7/2007	5000	GEORGIA PAC CORP	7 250% Due 11-15-29	87 75	4,387 50	120 54	6,026 90
6/28/2006	60000	SOUTHERN NAT GAS NTS	7 350% Due 02-15-31	95 43	57,257 25	119 16	71,497 20
10/7/2010	55000	WEYERHAEUSER CO	7 375% Due 03-15-32	100 99	55,545 05	122 36	67,300 75
4/25/2011	5000	GEORGIA PAC CORP	7 375% Due 12-01-25	107 75	5,387 50	123 40	6,169 90
10/14/2010	50000	FORD MTR CO	7 450% Due 07-16-31	109 42	54,712 50	122 47	61,233 50
12/1/2006	90000	ROYAL CARIBBEAN	7 500% Due 10-15-27	99 27	89,339 70	106 75	96,075 00
11/7/2002	55000	AOL TIME WARNER BDS	7 700% Due 05-01-32	96 31	52,971 05	128 40	70,618 35
8/29/2007	10000	GEORGIA PAC CORP	7 700% Due 06-15-15	96 37	9,637 50	109 49	10,949 20
4/17/2012	45000	MASCO CORP NTS	7 750% Due 08-01-29	103 25	46,462 50	109 81	49,415 85
3/29/2005	45000	GEORGIA PAC CORP NTS	7 750% Due 11-15-29	109 36	49,210 70	126 62	56,979 90
10/21/2008	6000	PEPSI CO INC	7 900% Due 11-01-18	99 76	5,985 48	125 00	7,499 88
5/12/2006	45000	EMBARQ CORP NTS	7 995% Due 06-01-36	100 36	45,161 65	101 24	45,559 80
8/16/2007	20000	GENL MTRS ACCEPT CORP	8 000% Due 11-01-31	86 75	17,350 00	119 00	23,800 00
9/26/2002	100000	AT&T CORP SR NTS	8 000% Due 11-15-31	93 00	93,000 00	133 09	133,093 00
8/2/2007	20000	GEORGIA PAC CORP	8 875% Due 05-15-31	97 44	19,487 50	138 90	27,780 80
<b>TOTAL CORPORATE BONDS</b>					<b>\$ 13,309,064 58</b>		<b>\$ 14,154,908 28</b>
<b>FOREIGN BONDS</b>							
3/30/2010	200000	BARCLAYS BANK PLC	3 900% Due 04-07-15	99 99	199,990 00	104 08	208,166 00
5/7/2013	97000	BP CAPITAL PLC	2 750% Due 05-10-23	99 00	96,028 06	91 31	88,570 70
1/11/2012	62000	COOPERATIVE CENTRALE RAIFFE (RABO	3 375% Due 01-19-17	99 91	61,946 06	105 29	65,279 18
5/22/2012	43000	COVIDIEN INTL FINANCE	1 350% Due 05-29-15	99 97	42,986 24	100 73	43,315 62
3/30/2012	136000	PHILLIPS ELEC NV NT	5 750% Due 03-11-18	117 28	159,503 52	114 40	155,589 44
6/25/2013	30000	ROYAL BANK OF SCOTLAND	4 375% Due 03-16-16	105 20	31,558 80	106 72	32,015 70

**THE DAVID B GOLD FOUNDATION  
SCHEDULE OF ASSETS  
AS OF DECEMBER 31, 2013**

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	
9/13/2010	158000	ROYAL BANK SCOTLAND	3 950% Due 09-21-15	99 79	157,672 94	104 74	165,492 36
11/27/2012	122000	ROYAL BANK SCOTLAND GRP PLC	6 400% Due 10-21-19	117 84	143,770 90	115 23	140,583 04
9/11/2012	47000	ROYAL BANK SCOTLAND PLC	2 550% Due 09-18-15	99 94	46,973 21	102 28	48,069 72
7/7/2011	115000	TORONTO DOMINION BANK	2 500% Due 07-14-16	100 41	115,472 85	103 73	119,286 05
6/28/2013	98000	TRANS CANADA PIPELINES	0 914% Due 06-30-16	100 00	98,000 00	100 94	98,921 20
2/7/2007	18000	MEXICAN BONOS MIO	0 605% Due 12-17-15	920 90	165,762 38	824 28	148,370 15
9/5/2013	75000	TORONTO DOM BK	1 500% Due 09-09-16	99 79	74,842 50	101 23	75,921 00
3/13/2012	50000	VODAFONE GRP PLC	1 625% Due 03-20-17	99 45	49,723 50	99 96	49,982 00
3/28/2012	10000	TOTAL CAPITAL NTS	2 875% Due 02-17-22	96 42	9,642 00	95 10	9,509 60
2/11/2013	25000	VODAFONE GRP PLC	2 950% Due 02-19-23	99 58	24,896 10	91 20	22,800 25
12/12/2012	15000	METHANEX CORP	3 250% Due 12-15-19	99 10	14,864 70	99 25	14,887 35
5/28/2013	35000	AGRIUM INC	3 500% Due 06-01-23	99 90	34,964 65	93 15	32,603 90
9/4/2012	55000	WPP FINANCE	3 625% Due 09-07-22	99 16	54,539 65	96 44	53,044 75
3/13/2013	55000	GOLDCORP INC	3 700% Due 03-15-23	99 43	54,687 05	89 44	49,189 80
7/11/2013	40000	LYB INTL FINANCE BV	4 000% Due 07-15-23	98 68	39,471 20	98 71	39,482 40
5/13/2013	70000	PETROBRAS GLOBAL	4 375% Due 05-20-23	98 83	69,179 60	89 09	62,362 30
3/28/2012	5000	TOTAL CAPITAL NT	4 450% Due 06-24-15	107 89	5,394 65	108 93	5,446 55
9/28/2010	80000	BP CAPITAL MARKETS PLC	4 500% Due 01-10-20	99 45	79,560 80	108 04	86,433 60
5/15/2007	55000	BELL CD MTN	4 593% Due 02-15-17	80 38	44,210 33	101 38	55,760 42
3/8/2011	45000	ENSCO PLC NTS	4 700% Due 03-15-21	98 02	44,111 25	105 77	47,598 30
2/21/2012	10000	METHANEX CORP	5 250% Due 03-01-22	99 61	9,961 50	105 87	10,586 90
7/17/2012	5000	TELEFONICA EMISIONES SA	5 462% Due 02-16-21	91 25	4,562 50	105 51	5,275 70
5/15/2012	20000	TALISMAN ENERGY INC	5 600% Due 05-14-42	98 14	19,628 60	94 19	18,838 00
4/23/2007	80000	BELL CANADA M-17	5 603% Due 03-16-35	82 16	65,724 14	104 76	83,807 62
5/11/2012	15000	DELHAIZE GRP SA	5 700% Due 10-01-40	90 93	13,638 77	94 81	14,221 65
11/7/2013	5000	TALISMAN ENERGY	5 850% Due 02-01-37	94 75	4,737 35	96 62	4,831 10
10/11/2012	13000	TELEFONICA EMISIONES	5 877% Due 07-15-19	104 75	13,617 50	111 51	14,496 30
3/19/2013	35000	NEXEN INC	6 400% Due 05-15-37	127 81	44,735 25	113 83	39,840 85
3/9/2010	70000	TRANSALTA CORP SR NT	6 500% Due 03-15-40	99 05	69,333 40	97 71	68,400 50
5/25/2007	25000	BELL CDA MTN	6 706% Due 02-23-32	91 81	22,952 91	116 98	29,246 12
2/23/2012	5000	ARCELOR MITTAL SA LUX	6 750% Due 02-25-22	99 28	4,964 20	108 75	5,437 50
8/2/2010	45000	ARCELOR MITTAL SA LUXEMBOURG	7 500% Due 10-15-39	104 84	47,179 35	98 25	44,212 50
<b>TOTAL FOREIGN BONDS</b>					<b>\$ 2,240,788 41</b>		<b>\$ 2,257,876 12</b>

**MUNICIPAL BONDS**

9/13/2013	85000	AMERICAN MUNI OH	5 000% Due 02-15-42	98 07	83,363 75	99 25	84,360 80
8/7/2013	60000	AUSTIN TX INDEP SCH - NON TAXB	5 000% Due 08-01-38	103 70	62,219 00	105 01	63,008 40
7/25/2013	40000	BAY AREA CA TOLL AUTH TOLL BRIDGE N	5 000% Due 04-01-43	98 02	39,209 20	100 21	40,085 20
8/2/2013	90000	CALIFORNIA ST - NON TAXB	5 000% Due 02-01-43	101 53	91,375 19	101 45	91,308 60
9/9/2013	260000	CLARK COUNTY NV	5 000% Due 06-01-38	99 29	258 156 60	100 98	262,555 80
7/24/2013	230000	DIST OF COLUMBIA WTR SWR AUTH PUBL	5 000% Due 10-01-44	100 84	231,926 17	102 24	235,149 70
6/17/2013	190000	FLORIDA ST HURRICANE	2 995% Due 07-01-20	94 50	179,554 80	94 63	179,802 70
8/2/2013	30000	MIAMI DADE CNTY FL - NON TAXB	5 000% Due 10-01-37	101 48	30,443 59	101 84	30,551 10
7/19/2013	160000	MIAMI DADE CNTY FL WTR SWR REV	5 000% Due 10-01-42	101 03	161,655 80	100 77	161,228 80
6/24/2013	160000	NEW JERSEY ST	5 000% Due 01-01-43	100 39	160,622 18	101 45	162,323 20
8/5/2013	55000	NEW JERSEY ST TRANSP - NON TAXB	5 500% Due 06-15-31	106 66	58,664 85	107 38	59,061 75
6/24/2013	285000	NEW YORK CITY MUNI	5 000% Due 06-15-39	102 25	291,404 52	103 27	294,325 20
7/8/2013	65000	NEW YORK NY CITY MUNI (NON TAXABLE)	5 000% Due 06-15-43	102 82	66,830 46	102 18	66,418 30
6/25/2013	195000	NEW YORK ST DORM	5 000% Due 03-15-42	102 70	200,267 83	102 43	199,732 65
10/17/2013	180000	NEW YORK ST DORM AUTH SALES TAX	5 000% Due 03-15-22	117 63	211,730 13	116 85	210,337 20
7/31/2013	40000	OHIO ST TURNPIKE - NON TAXB	5 250% Due 02-15-39	103 17	41,269 97	103 89	41,554 40
7/22/2013	85000	OMAHA NE PUBLIC (NON TAXABLE)	5 000% Due 02-01-42	103 35	87,850 71	103 22	87,733 60
8/8/2013	25000	PENNSYLVANIA ST	5 000% Due 12-01-43	98 15	24,538 75	99 69	24,922 00
7/18/2013	135000	SAN DIEGO CA CMNTY (NON TAXABLE)	5 000% Due 08-01-43	103 62	139,883 38	104 57	141,165 45
9/26/2013	115000	UNIV OF CALIF CA REVENUES	5 000% Due 05-15-38	105 03	120,787 89	104 41	120,066 90
<b>TOTAL MUNICIPAL BONDS</b>					<b>\$ 2,541,754 77</b>		<b>\$ 2,555,691 75</b>

**GOVERNMENT BONDS**

1/19/1994	2934	GOVERNMENT NATIONAL MORTG ASSOC	7 000% Due 01-15-24	101 56	2,979 81	102 33	3,002 36
7/20/1995	831	GOVERNMENT NATIONAL MOTRG ASSOC	9 000% Due 05-15-25	105 78	878 87	114 67	952 73
2/8/1996	9166	GOVT NATL MTG ASSOC	7 000% Due 02-15-26	101 23	9,278 71	111 33	10,203 85
1/26/1999	20340	GOVT NATL MORTGAGE	6 500% Due 01-15-29	101 11	20,565 81	111 56	22,692 30
12/7/1999	11571	GOVT NATL MORT ASSOC	6 000% Due 03-15-29	100 31	11,607 46	111 89	12,947 48
4/14/1999	5971	GOVT NATL MORTG ASSOC	6 000% Due 04-15-29	97 75	5,836 27	111 84	6,677 83
10/22/1999	12324	GOVT NATL MORT ASS	6 500% Due 07-15-29	100 13	12,340 79	111 60	13,753 46
12/13/2012	8758	FHLMC GOLD PARTN CERT	2 500% Due 12-01-27	104 33	9,136 99	99 21	8,689 09
12/13/2012	66452	FHLMC GOLD PARTN CERT	2 500% Due 12-01-27	104 31	69,318 13	99 21	65,927 40
2/1/2006	77835	FEDERAL NAT HOME LOAN ASSN	5 000% Due 11-01-35	100 06	77,884 73	107 94	84,016 97
5/24/2011	38437	FNMA #986148	5 500% Due 01-01-38	108 61	41,746 23	110 17	42,346 09
2/8/2013	24224	FHLMC	3 500% Due 07-01-42	105 20	25,484 28	99 33	24,062 79
7/10/2012	25608	FEDERAL NATL MTG ASSOC	3 500% Due 07-01-42	106 11	27,172 92	99 44	25,465 00
<b>TOTAL GOVERNMENT BONDS</b>					<b>\$ 314,231 00</b>		<b>\$ 320,737 35</b>

**TREASURY BONDS**

9/27/2013	530000	US TREASURY NT	0 625% Due 08-15-16	100 11	530,556 78	100 02	530,121 90
11/29/2013	630000	US TREASURY BILL	0 003% Due 02-06-14	99 99	629,950 91	100 00	629,987 40

**THE DAVID B GOLD FOUNDATION  
SCHEDULE OF ASSETS  
AS OF DECEMBER 31, 2013**

Date	Quantity	Security	Unit Cost	Total Cost	Price	Market Value	
10/22/2012	615000	US TREASURY NOTE	0 250% Due 09-30-14	99 98	614,852 54	100 08	615,504 30
8/12/2013	680000	US TREASURY NT	0 250% Due 10-31-14	100 09	680,610 94	100 09	680,584 80
9/29/2010	245000	US TREAS NTS	4 000% Due 02-15-15	112 57	275,798 09	104 24	255,392 90
12/23/2013	210000	US TREASURY NT	0 250% Due 09-15-15	99 89	209,778 52	99 92	209,827 80
3/3/2011	315000	US TREAS NTS	4 500% Due 02-15-16	110 71	348,728 20	108 65	342,241 20
7/12/2011	200000	US TREASURY NOTES	2 000% Due 04-30-16	102 82	205,641 30	103 45	206,906 00
9/24/2013	190000	US TREASURY NT	1 500% Due 08-31-18	100 34	190,646 34	99 49	189,034 80
6/27/2013	345000	US TREASURY BD	3 125% Due 02-15-43	92 45	318,949 80	85 62	295,406 25
		<b>TOTAL TREASURY BONDS</b>			<b>\$ 4,005,513 42</b>		<b>\$ 3,955,007 35</b>
<b>HEDGED FUNDS</b>							
12/4/1995	50000	THE ACCESS FUND	0 000% Due 04-15-15	1 00	5,328,945 00	1 22	6,500,852 30
		<b>TOTAL HEDGED FUNDS</b>			<b>\$ 5,328,945 00</b>		<b>\$ 6,500,852 30</b>
<b>LIMITED PARTNERSHIPS</b>							
5/11/2012		ENTERPRISE PRODUCTS PARTNERS LP			102,343 05		159,120 00
5/11/2012		WESTERN GAS PARTNERS LP			107,593 42		154,225 00
12/16/2008		BROWN PALACE ASSOCIATES			77,366 00		77,366 00
11/8/2004		CATALINA PROPERTIES			268,633 00		60,000 00
12/31/2004		CHRISKEN GROWTH & INCOME			(26,417 00)		10,780 00
8/10/2007		CMP TOWN & COUNTRY			943 00		750 00
3/12/2007		COMPASS PROPERTY PARTNERS			222,106 68		195,037 00
6/15/2012		CRI HOTEL			24,275 74		21,051 00
12/31/1996		DANCO (A-NEO PARTNERS)			320,159 86		314,262 00
7/30/1997		ENTREPRENEUR FUND			56,864 77		43,232 00
9/30/1999		ENTREPRENEUR FUND II			4,362 30		4,536 00
8/16/2007		FUNDAMENTAL CAPITAL-ALLEN TECH III			108,427 00		108,427 00
4/22/2005		FUNDAMENTAL CAPITAL - BENTEK			125,000 00		125,000 00
4/23/2005		FUNDAMENTAL CAPITAL - BENTEK II			100,000 00		100,000 00
12/24/2007		FUNDAMENTAL CAPITAL - PINT SIZE			175,000 36		175,000 00
12/22/2004		FUNDAMENTAL CAPITAL			(3,778 27)		(5,928 00)
9/30/2003		MACKENZIE PATTERSON FUND 7			89,346 50		55,800 00
3/18/2004		NOAH PRECISION			146,944 71		146,945 00
2/10/2009		POST STREET RENAISSANCE - CLASS A			64,528 00		64,528 00
12/6/2010		POST STREET RENAISSANCE			43,618 00		43,618 00
2/21/2008		PULSE HEALTH			(2,657 00)		80,000 00
4/14/2006		RANCON REALTY IV			159,952 00		164,497 00
4/14/2006		RANCON REALTY V			192,592 00		153,468 00
6/29/2006		SHBOOM-INNER CIRCLE V			31 767 99		31,769 00
5/28/2002		FIDELITY CAPITAL II			128,544 00		72,546 00
6/13/2005		FIDELITY CAPITAL IV			23,292 01		162,057 00
12/15/2006		FIDELITY CAPITAL V			194,824 81		299,442 00
12/24/2008		FIDELITY CAPITAL VI			149,173 35		232,759 00
11/28/2006		MCDOWELL MFP II			84,531 94		301,443 00
11/13/2007		MCDOWELL MFP II			98,389 42		269,453 00
6/23/2005		MCDOWELL MFP III			102,593 69		373,990 00
		<b>TOTAL LIMITED PARTNERSHIPS</b>			<b>\$ 3,170,321 33</b>		<b>\$ 3,995,173 00</b>
<b>PRIVATE EQUITY/NOTES</b>							
2/5/2009		FSP GALLERIA			52,742 00		52,742 00
5/11/2007	333333	SIGNA LINK			150,000 00		7,500 00
3/12/2007	67000	AVANTIS MEDICAL			100,500 00		670 00
12/20/2002		1 CPRX CORPORATION			388,393 00		60,000 00
1/16/2007	100000	DOCUMENT COMMAND INC			100,000 00		1,000 00
8/31/2011	10386	HOT CHOICE SYSTEMS INC			1 00		1 00
11/24/2003	105805	NAPO PHARMACEUTICALS			52,634 00		58,193 00
7/31/2008	5779	NESTWORTH INC			100,018 74		49,988 00
7/15/2005	90139	REDZONE ROBOTICS INC			117,576 75		12,619 46
8/31/2011	5802	SOLX INC			1 00		1 00
10/27/2006	286590	CHILENO BAY DEV			286,589 56		286,589 56
		<b>TOTAL PRIVATE EQUITY</b>			<b>\$ 1,348,456 05</b>		<b>\$ 529,304 02</b>
<b>CASH AND EQUIVALENTS</b>							
		FIDELITY INSTITUTIONAL MONEY MARKET			2,973,299 79		2,973,299 79
		<b>TOTAL CASH AND EQUIVALENTS</b>			<b>\$ 2,973,299 79</b>		<b>\$ 2,973,299 79</b>
		<b>TOTAL PORTFOLIO</b>			<b>\$ 77,115,749 41</b>		<b>\$ 106,188,392 55</b>