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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).

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

Name of foundation  
**THE BROAD ART FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**2121 AVENUE OF THE STARS 3000**

City or town, state or province, country, and ZIP or foreign postal code  
**LOS ANGELES, CA 90067**

A Employer identification number  
**95-4664939**

B Telephone number  
**310-954-5025**

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

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

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

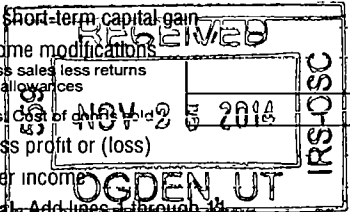
H Check type of organization:  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
\$ **1,005,736,583.** (Part I, column (d) must be on cash basis.)

J Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	20,077,386.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,148.	4,148.	4,148.	
	4 Dividends and interest from securities	3,109,421.	4,386,732.	4,386,732.	STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	7,505,501.			STATEMENT 1
	b Gross sales price for all assets on line 6a	96,626,605.			
	7 Capital gain net income (from Part IV, line 2)		29,974,603.		
	8 Net short-term capital gain			48,882.	
	9 Income modifications				
10a Gross sales less returns and allowances					
b Less: Cost of sales					
c Gross profit or (loss)					
11 Other income	-7,298.	144,290.	144,290.	STATEMENT 3	
12 Total. Add lines 1 through 11	30,689,158.	34,509,773.	4,584,052.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	360,000.	0.	0.	360,000.
	14 Other employee salaries and wages	850,001.	0.	0.	850,001.
	15 Pension plans, employee benefits	284,844.	0.	0.	250,853.
	16a Legal fees STMT 4	21,489.	0.	0.	21,489.
	b Accounting fees STMT 5	40,865.	20,432.	0.	20,432.
	c Other professional fees STMT 6	781,967.	237,270.	0.	614,037.
	17 Interest				
	18 Taxes STMT 7	193,586.	0.	0.	205,735.
	19 Depreciation and depletion	87,978.	0.	0.	
	20 Occupancy	643,189.	0.	0.	644,597.
	21 Travel, conferences, and meetings	70,930.	0.	0.	70,930.
	22 Printing and publications	3,131.	0.	0.	3,131.
	23 Other expenses STMT 8	2,385,840.	1,461,942.	730,971.	1,197,704.
	24 Total operating and administrative expenses. Add lines 13 through 23	5,723,820.	1,719,644.	730,971.	4,238,909.
	25 Contributions, gifts, grants paid	744,859.			677,859.
26 Total expenses and disbursements. Add lines 24 and 25	6,468,679.	1,719,644.	730,971.	4,916,768.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	24,220,479.				
b Net investment income (if negative, enter -0-)		32,790,129.			
c Adjusted net income (if negative, enter -0-)			3,853,081.		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	12,051,215.	228,065.	228,065.
	2 Savings and temporary cash investments	26,633,940.	33,612,574.	33,612,574.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock <b>STMT 9</b>	15,802,946.	16,867,267.	16,867,267.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other <b>STMT 10</b>	125,821,251.	121,259,217.	121,259,217.	
14 Land, buildings, and equipment: basis ▶ <b>3,768,111.</b>				
Less: accumulated depreciation <b>STMT 11</b> ▶ <b>1,845,452.</b>	1,968,034.	1,922,659.	1,922,659.	
15 Other assets (describe ▶ <b>STATEMENT 12</b> )	368,821,596.	400,273,450.	831,846,801.	
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item 1)	551,098,982.	574,163,232.	1,005,736,583.	
Liabilities	17 Accounts payable and accrued expenses	306,185.	376,957.	
	18 Grants payable	81,281,927.	81,281,927.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶ <b>STATEMENT 13</b> )	218,100.	205,951.	
23 <b>Total liabilities</b> (add lines 17 through 22)	81,806,212.	81,864,835.		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.</b> ▶ <input checked="" type="checkbox"/>			
	24 Unrestricted	469,292,770.	492,298,397.	
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input type="checkbox"/>			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 <b>Total net assets or fund balances</b>	469,292,770.	492,298,397.		
31 <b>Total liabilities and net assets/fund balances</b>	551,098,982.	574,163,232.		

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	469,292,770.
2 Enter amount from Part I, line 27a	2	24,220,479.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	493,513,249.
5 Decreases not included in line 2 (itemize) ▶ <b>UNREALIZED LOSS</b>	5	1,214,852.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	492,298,397.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	<b>SEE ATTACHED STATEMENTS</b>			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	96,626,605.	66,652,002.	29,974,603.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			29,974,603.	
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	29,974,603.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	48,882.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	15,961,340.	171,262,131.	.093198
2011	29,913,710.	177,999,702.	.168055
2010	45,140,982.	155,550,534.	.290201
2009	21,444,749.	128,060,533.	.167458
2008	19,044,796.	143,422,218.	.132788
2	Total of line 1, column (d)		2 .851700
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 .170340
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 168,663,312.
5	Multiply line 4 by line 3		5 28,730,109.
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 327,901.
7	Add lines 5 and 6		7 29,058,010.
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8 51,600,288.

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
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	327,901.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	327,901.
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	327,901.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	462,480.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	100,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	562,480.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	63.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	234,516.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 234,516. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

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

**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 ► <b>WWW.BROADARTFOUNDATION.ORG</b>	X		
14	The books are in care of ► <b>CINDY S. QUANE</b> Telephone no. ► <b>310-954-5025</b> Located at ► <b>2121 AVENUE OF THE STARS, LOS ANGELES, CA</b> ZIP+4 ► <b>90067</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year		15	N/A
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		16	Yes No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes	<input 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		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?		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? If "Yes," list the years ►	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)		N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		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)?  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

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

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A**  Yes  No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No **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 **7b**

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ELI BROAD 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	TRUSTEE 10.00	0.	0.	0.
EDYTHE BROAD 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	TRUSTEE 10.00	0.	0.	0.
JOANNE HEYLER 2121 AVENUE OF THE STARS, SUITE 3000 LOS ANGELES, CA 90067	MNG DIR/CHF CUR 40.00	360,000.	25,626.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RICHARD CHERRY - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	DEPUTY DIRECTOR 40.00	205,000.	22,834.	0.
VICKI GAMBILL - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	DIRECTOR, COLLECTION MGMT 40.00	97,000.	30,687.	0.
EDWARD PATUTO - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	DIRECTOR, AUDIENCE ENGAGEMENT 40.00	110,481.	5,486.	0.
JOE RAY - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA 90067	INSTALLATION AND MAINT MANAGER 33.00	79,959.	5,075.	0.
JEANNINE GUIDO - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, CA	MANAGER, INFORMATION & OPS 32.00	71,000.	4,629.	0.

Total number of other employees paid over \$50,000 **3**

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

**3 Five Highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FAMILY OFFICE FINANCIAL SERVICES - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES, FINN PARTNERS, INC. 301 E. 57TH ST, NEW YORK, NY 10022	ACCTG, TAX, TECHNOLOGY & HR	374,058.
FAMILY OFFICE INVESTMENT SERVICES LLC - 2121 AVENUE OF THE STARS, STE 3000, LOS ANGELES	PUBLIC RELATIONS	173,929.
	INVESTMENT MGT	168,137.

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 ART EXHIBITION AND LOAN PROGRAM (SEE ATTACHED STATEMENTS)	3,800,491.
2 ART ACQUISITION PROGRAM (SEE ATTACHED STATEMENTS)	46,638,520.
3 ART STUDY AND INSTALLATION CENTER (SEE ATTACHED STATEMENTS)	232,683.
4	

**Part IX-B Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	0.
2	
All other program-related investments. See instructions.	
3	
<b>Total. Add lines 1 through 3</b> <span style="float: right;">▶</span>	<b>0.</b>

**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	25,577,935.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	23,301,358.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	122,352,496.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	171,231,789.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	171,231,789.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	2,568,477.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	168,663,312.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	8,433,166.

**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.)

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

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	4,916,768.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	46,683,520.
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	51,600,288.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	327,901.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	51,272,387.

**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)

N/A

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only				
<b>b</b> Total for prior years:				
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e				
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$				
<b>a</b> Applied to 2012, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)				
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)				
<b>d</b> Applied to 2013 distributable amount				
<b>e</b> Remaining amount distributed out of corpus				
<b>5</b> Excess distributions carryover applied to 2013 (if an amount appears in column (d), the same amount must be shown in column (a))				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b				
<b>c</b> 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				
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions				
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)				
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7				
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

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

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 ▶ 04/30/98  
 b Check box to indicate whether the foundation is a private operating foundation described in section  4942(j)(3) or  4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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	3,853,081.	4,806,585.	8,899,985.	7,777,527.	25,337,178.
b 85% of line 2a	3,275,119.	4,085,597.	7,564,987.	6,610,898.	21,536,601.
c Qualifying distributions from Part XII, line 4 for each year listed	51,600,288.	15,961,340.	29,913,710.	45,513,928.	142,989,266.
d Amounts included in line 2c not used directly for active conduct of exempt activities	677,859.	576,693.	676,091.	1,145,683.	3,076,326.
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c	50,922,429.	15,384,647.	29,237,619.	44,368,245.	139,912,940.
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					0.
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0.
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed	5,622,111.	5,708,738.	5,933,323.	5,185,018.	22,449,190.
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0.
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0.
(3) Largest amount of support from an exempt organization					0.
(4) Gross investment income					0.

**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).)

**SEE STATEMENT 14**

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

**NONE**

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**  
 Check here  if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

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- c Any submission deadlines:

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

**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
<b>a Paid during the year</b>				
AMERICAN FRIENDS OF FONDATION BEYELER 535 W 23RD ST STE SPH-4Q NEW YORK, NY 10011	NONE	PUBLIC CHARITY	TOWARDS JEFF KOONS EXHIBITION	10,000.
AMERICAN FRIENDS OF THE HERMITAGE MUSEUM 505 PARK AVENUE, 20TH FLOOR NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
AMERICAN FRIENDS OF THE ISRAEL MUSEUM 500 FIFTH AVENUE NEW YORK, NY 10110	NONE	PUBLIC CHARITY	GENERAL FUND	50,000.
AMERICAN PATRONS OF TATE 520 WEST 27TH STREET NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL FUND	8,131.
ARMAND HAMMER MUSEUM OF ART AND CULTURAL CENTER, AT UCLA 10899 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	TOWARDS RICHARD ARTSCHWAGER EXHIBITION	25,000.
<b>Total</b> SEE CONTINUATION SHEET(S) ▶ 3a				677,859.
<b>b Approved for future payment</b>				
<b>NONE</b>				
<b>Total</b> ▶ 3b				0.





**Schedule B**

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.  
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at [www.irs.gov/form990](http://www.irs.gov/form990).

OMB No 1545-0047

**2013**

Name of the organization

THE BROAD ART FOUNDATION

Employer identification number

95-4664939

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

 501(c)( ) (enter number) organization 4947(a)(1) nonexempt charitable trust not treated as a private foundation 527 political organization

Form 990-PF

 501(c)(3) exempt private foundation 4947(a)(1) nonexempt charitable trust treated as a private foundation 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

- For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization <b>THE BROAD ART FOUNDATION</b>	Employer identification number <b>95-4664939</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	<p><u>ELI AND EDYTHE L. BROAD</u></p> <p><u>2121 AVENUE OF THE STARS, SUITE 3000</u></p> <p><u>LOS ANGELES, CA 90067</u></p>	\$ <u>13,077,386.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
2	<p><u>ELI AND EDYTHE L. BROAD</u></p> <p><u>2121 AVENUE OF THE STARS, SUITE 3000</u></p> <p><u>LOS ANGELES, CA 90067</u></p>	\$ <u>7,000,000.</u>	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<p>_____</p> <p>_____</p> <p>_____</p>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<p>_____</p> <p>_____</p> <p>_____</p>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
	<p>_____</p> <p>_____</p> <p>_____</p>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
	<p>_____</p> <p>_____</p> <p>_____</p>	\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)



Name of organization <b>THE BROAD ART FOUNDATION</b>	Employer identification number <b>95-4664939</b>
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**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$ \_\_\_\_\_  
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

THE BROAD ART FOUNDATION

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES			
b PUBLICLY TRADED SECURITIES			
c PUBLICLY TRADED SECURITIES			
d UBS CAP AMERICA VI - BOOK ONLY	P	01/01/01	12/31/13
e UBS CAP AMERICAN II - BOOK ONLY	P	01/01/01	12/31/13
f PERRY PARTNERS	P	10/30/02	12/31/13
g JCF BTG PACTUAL	P	03/22/11	12/31/13
h GS KMI	P	09/30/10	12/31/13
i PARTNERSHIP PASS THROUGH	P	01/01/13	12/31/13
j PARTNERSHIP PASS THROUGH	P	01/01/01	12/31/13
k PARTNERSHIP PASS THROUGH - BOOK ONLY	P	01/01/01	12/31/13
l "KEGEL" 1985 GERHARD RICHTER AND "NINE JACKIES" 1	D	05/13/87	02/14/13
m "POND" 2008 LISA YUSAKAVAGE	D	06/06/08	01/11/13
n "THE WEIGHT" 1996 ERIC FISCHL AND "TRANCE" 1988 E	D	01/01/98	05/15/13
o			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 42,805,829.		42,605,424.	200,405.
b 12,906,449.		2,645,584.	10,260,865.
c 759,813.		718,116.	41,697.
d			0.
e 442,377.		442,377.	0.
f 116,835.			116,835.
g 3,111,742.		2,133,097.	978,645.
h 14,540,450.		9,874,521.	4,665,929.
i 7,185.			7,185.
j		648,903.	-648,903.
k 6,823,759.		6,823,759.	0.
l 14,666,666.		313,667.	14,352,999.
m 368,000.		367,804.	196.
n 77,500.		78,750.	-1,250.
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			200,405.
b			10,260,865.
c			** 41,697.
d			0.
e			0.
f			116,835.
g			978,645.
h			4,665,929.
i			** 7,185.
j			-648,903.
k			0.
l			14,352,999.
m			196.
n			-1,250.
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	29,974,603.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	48,882.

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ARMAND HAMMER MUSEUM OF ART AND CULTURAL CENTER, AT UCLA 10899 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
ARMAND HAMMER MUSEUM OF ART AND CULTURAL CENTER, AT UCLA 10899 WILSHIRE BOULEVARD LOS ANGELES, CA 90024	NONE	PUBLIC CHARITY	TOWARDS KARIN HIGA MEMORIAL EXHIBITION FUND	25,000.
ART & PRESERVATION IN EMBASSIES 1725 I STREET, NW, SUITE 300 WASHINGTON, DC, DC 20785	NONE	PUBLIC CHARITY	TOWARDS PROGRAMS FOR FINE ARTS PRESERVATION	4,500.
ART LIBRARIES SOCIETY OF NORTH AMERICA 7044 SOUTH 13TH ST. OAK CREEK, WI 53154	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
ART PRODUCTION FUND 425 WEST 13TH STREE, SUITE 403 NEW YORK, NY 10014	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
ART21 286 SPRING ST. #405 NEW YORK, NY 10013	NONE	PUBLIC CHARITY	TOWARDS WILLIAM KENTRIDGE "CORE"	150.
BROOKLYN MUSEUM OF ART 200 EASTERN PARKWAY BROOKLYN, NY 11238	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION OF "GRAVITY AND GRACE: MONUMENTAL WORKS BY EL ANATSUI"	25,000.
CALIFORNIA INSTITUTE OF THE ARTS & HUMANITIES 24700 MCBEAN PARKWAY VALENCIA, CA 91355	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
CONTEMPORARY ART MUSEUM ST. LOUIS 3750 WASHINGTON BLVD. ST. LOUIS, MO 63108	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION "LARI PITTMAN: A DECORATED CHRONOLOGY"	5,000.
GRAND PERFORMANCES 350 S GRAND AVE A-4 LOS ANGELES, CA 90071	NONE	PUBLIC CHARITY	GENERAL FUND	2,500.
<b>Total from continuation sheets</b>				<b>574,728.</b>

**Part XV** Supplementary Information

**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
HARVARD UNIVERSITY ART MUSEUMS 32 QUINCY ST. CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	GENERAL FUND	10,000.
HENRY STREET SETTLEMENT 265 HENRY STREET NEW YORK, NY 10002	NONE	PUBLIC CHARITY	GENERAL FUND	450.
HIRSCHHORN MUSEUM AND SCULPTURE GARDEN SMITHSONIAN INSTITUTION WASHINGTON, DC, DC 20785	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION "DAMAGE CONTROL: ART AND DESTRUCTION"	10,000.
METROPOLITAN MUSEUM OF ART 1000 FIFTH AVE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	GENERAL FUND	58,478.
MOMA PS1 JACKSON AVE. LONG ISLAND, NY 11101	NONE	PUBLIC CHARITY	TOWARDS YOUNG ARTISTS PROGRAM	10,000.
MUSEUM OF CONTEMPORARY ART 250 SOUTH GRAND AVENUE LOS ANGELES, CA 90012	NONE	PUBLIC CHARITY	GENERAL FUND	99,850.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL FUND	210,000.
NATIONAL GALLERY OF ART 2000B SOUTH CLUB LANDOVER, MD 20785	NONE	PUBLIC CHARITY	GENERAL FUND	15,000.
NEW MUSEUM OF CONTEMPORARY ART 235 BOWERY NEW YORK, NY 10002	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION "CHRIS BURDEN: EXTREME MEASURES"	20,000.
NEW YORK ACADEMY OF ART 111 FRANKLIN STREET NEW YORK, NY 10013	NONE	PUBLIC CHARITY	GENERAL FUND	300.
<b>Total from continuation sheets</b>				

**Part XV** Supplementary Information

**3** Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
PARRISH ART MUSEUM INC. 279 MONTAUK HIGHWAY WATER MILL, NY 11976	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION "MALCOM MORLEY: ON PAPER"	2,500.
SKOWHEGAN SCHOOL OF PAINTING AND SCULPTURE 200 PARK AVENUE SOUTH , STE 1116 NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL FUND	1,000.
SOLOMON R. GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	GENERAL FUND	5,000.
SOLOMON R. GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	TOWARDS EXHIBITION "CHRISTOPHER WOOL"	50,000.
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVE AT 75TH STREET NEW YORK, NY 10021	NONE	PUBLIC CHARITY	TOWARDS WHITNEY FELLOWS PROGRAM	2,500.
<b>Total from continuation sheets</b>				

The Broad Art Foundation  
2013 990 PF

Part IX-A-Summary of Direct Charitable Activities

**FOUNDATION ACTIVITIES**  
**January 1 – December 31, 2013**

The Broad Art Foundation is a private operating foundation created in 1984 (on July 1, 1999, based on an IRS ruling received 4/30/98, all the assets of The Eli Broad Family Foundation were transferred to a newly formed trust, The Broad Art Foundation). The purpose of the Foundation is to build a collection of contemporary art for loan to museums, university and college art galleries. Now in its thirtieth year of activity, the Foundation is an educational and lending resource promoting knowledge and appreciation of the best of contemporary art and facilitating the exhibition programming of existing art institutions.

THE COLLECTION

Through the selective acquisition of key works of contemporary art, the Foundation continues its ongoing commitment to the growth of its collection. Targeting late 20<sup>th</sup> and early 21<sup>st</sup> century artistic developments, the Foundation strives to collect works of unparalleled importance in the recent history of American art. During 2013, the Foundation broadened its holdings of several key artists, including John Currin, Andreas Gursky, Jeff Koons, William Kentridge, Ragnar Kjartansson, Julie Mehretu, Takashi Murakami, Richard Prince, Neo Rauch, Ed Ruscha, Thomas Struth, and Jeff Wall. The number of works in the collection now totals 1,465.

LOAN ACTIVITY

The centerpiece of the Foundation's activities is its lending program. In 2013, 33 public venues availed themselves of 90 Foundation loans.

Among the major museums and arts institutions borrowing from the Foundation were: Brooklyn Museum, Brooklyn, New York; Contemporary Art Museum, St. Louis, St. Louis, Missouri; Des Moines Art Center, Des Moines, Iowa; Eli and Edythe Broad Art Museum at Michigan State University, East Lansing, Michigan; Galerie Neue Meister, Dresden, Germany; Hammer Museum, Los Angeles, California; Haus der Kunst, Munich, Germany; Institute of Contemporary Art, Boston, Massachusetts; Kunsthalle, Bielefeld, Bielefeld, Germany; Manege Exhibition Hall, Moscow, Russia; Minneapolis Institute of Arts, Minneapolis, Minnesota; MoMA PS1, Long Island City, New York; Musée d'Art Moderne de la Ville de Paris, Paris, France; Museum of Contemporary Art Denver, Denver, Colorado; National Gallery of Art, Washington, D.C.; New Museum, New York, New York; Portland Art Museum, Portland,

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Part IX-A-Summary of Direct Charitable Activities

Oregon; Solomon R. Guggenheim Museum, New York, New York; Stedelijk Museum, Amsterdam, Netherlands; Tate Modern, London, England; The Brant Foundation Art Study Center, Greenwich, Connecticut and the Whitney Museum of American Art, New York, New York.

INSTALLATIONS, VISITORS, AND TOURS

The purpose of the Foundation's exhibition spaces, inaugurated in 1988, is to display select groupings of artworks from its collection for study when these are not on loan elsewhere. This greatly increases the accessibility of the collection and enhances the Foundation's lending program. Visitors that are involved in the organization of museum or public gallery exhibitions, use the Foundation's rotating installations of its collection as a means of reviewing the collection's holdings with the knowledge that those works may be borrowed for their future exhibition programming. The Foundation building is a private facility open by appointment to art scholars, museum professionals and qualified individuals or small groups.

From January 1, 2013 to December 31, 2013, 329 visitors toured the Foundation exhibition space. While many visitors came individually, 166 came with 9 museum or university-affiliated groups, with many of these institutions sending multiple groups during this time period.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
42,805,829.	41,911,540.	0.	0.	894,289.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
12,906,449.	13,077,386.	0.	0.	-170,937.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES					
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
759,813.	718,116.	0.	0.	41,697.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS CAP AMERICA VI - BOOK ONLY	0.	473,184.	0.	0.	-473,184.	PURCHASED	01/01/01	12/31/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
UBS CAP AMERICAN II - BOOK ONLY	442,377.	0.	0.	0.	442,377.	PURCHASED	01/01/01	12/31/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PERRY PARTNERS	116,835.	116,835.	0.	0.	0.	PURCHASED	10/30/02	12/31/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
JCF BTG PACTUAL	3,111,742.	3,111,742.	0.	0.	0.	PURCHASED	03/22/11	12/31/13

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
GS KMI	14,540,450.	14,540,450.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PARTNERSHIP PASS THROUGH	7,185.	7,185.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PARTNERSHIP PASS THROUGH	0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
PARTNERSHIP PASS THROUGH - BOOK ONLY	6,823,759.	0.	0.	0.	6,823,759.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
"KEGEL" 1985 GERHARD RICHTER AND "NINE JACKIES" 1964 WARHOL	14,666,666.	14,666,666.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
"POND" 2008 LISA YUSAKAVAGE	368,000.	368,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
"THE WEIGHT" 1996 ERIC FISCHL AND "TRANCE" 1988 ERIC FISCHL	77,500.	130,000.	0.	0.	-52,500.

CAPITAL GAINS DIVIDENDS FROM PART IV					0.
TOTAL TO FORM 990-PF, PART I, LINE 6A					7,505,501.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
DIVIDEND INCOME	3,109,421.	0.	3,109,421.	4,386,732.	4,386,732.
TO PART I, LINE 4	3,109,421.	0.	3,109,421.	4,386,732.	4,386,732.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
PASS THROUGH OTHER INV INC.	-7,298.	144,290.	144,290.
TOTAL TO FORM 990-PF, PART I, LINE 11	-7,298.	144,290.	144,290.

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	21,489.	0.	0.	21,489.
TO FM 990-PF, PG 1, LN 16A	21,489.	0.	0.	21,489.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AUDIT FEES	40,865.	20,432.	0.	20,432.
TO FORM 990-PF, PG 1, LN 16B	40,865.	20,432.	0.	20,432.

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**FORM 990-PF** **OTHER PROFESSIONAL FEES** **STATEMENT** **6**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCTG AND ADMIN MGMT	449,858.	237,270.	0.	266,176.
OTHER PROFESSIONAL FEES	3,998.	0.	0.	4,000.
RESEARCH & COLLECT MGMT	73,192.	0.	0.	73,192.
TECHNOLOGY	30,263.	0.	0.	30,263.
RECRUITING	11,240.	0.	0.	26,990.
PUBLIC REL. & DESIGN	213,416.	0.	0.	213,416.
TO FORM 990-PF, PG 1, LN 16C	781,967.	237,270.	0.	614,037.

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**FORM 990-PF** **TAXES** **STATEMENT** **7**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	193,308.	0.	0.	205,457.
OTHER TAXES AND FILING FEES	278.	0.	0.	278.
TO FORM 990-PF, PG 1, LN 18	193,586.	0.	0.	205,735.

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**FORM 990-PF** **OTHER EXPENSES** **STATEMENT** **8**


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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DIRECT PROGRAM EXPENSE	947,885.	0.	0.	894,722.
INSURANCE	112,914.	0.	0.	112,914.
OFFICE SUPPLIES & EXPENSE	184,515.	0.	0.	158,639.
MEDIA & PROMOTION	31,429.	0.	0.	31,429.
INVESTMENT FEES AND EXPENSE	1,109,097.	1,461,942.	730,971.	0.
TO FORM 990-PF, PG 1, LN 23	2,385,840.	1,461,942.	730,971.	1,197,704.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
STOCKS/EQUITIES	16,867,267.	16,867,267.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,867,267.	16,867,267.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
INTERNATIONAL FIXED INCOME	FMV	4,943,718.	4,943,718.
INTERNATIONAL EQUITY	FMV	24,797,317.	24,797,317.
HEDGE FUNDS	FMV	9,169,666.	9,169,666.
MULTI STRATEGY FUNDS	FMV	13,487,149.	13,487,149.
LBO FUNDS	FMV	5,218,511.	5,218,511.
EVENT/DISTRESSED FUNDS	FMV	202,705.	202,705.
DISTRESSED - PRIVATE EQUITY	FMV	22,373,971.	22,373,971.
REAL ESTATE AND HARD ASSETS	FMV	6,918,181.	6,918,181.
HIGH YIELD	FMV	0.	0.
VENTURE CAPITAL	FMV	23,008,376.	23,008,376.
SECONDARIES	FMV	11,139,623.	11,139,623.
OTHER INVESTMENTS	FMV	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		121,259,217.	121,259,217.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	11
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
LAND	750,000.	0.	750,000.
BUILDING	1,950,369.	838,861.	1,111,508.
IMPROVEMENTS	519,456.	495,289.	24,167.
FURNITURE AND FIXTURES	49,912.	45,882.	4,030.
COMPUTERS & EQUIPMENT	419,200.	393,882.	25,318.
SOFTWARE	72,719.	71,538.	1,181.
CONSTRUCTION IN PROGRESS	6,455.	0.	6,455.
TOTAL TO FM 990-PF, PART II, LN 14	3,768,111.	1,845,452.	1,922,659.

