Form 990-PF
Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation
▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052
2013
Open to Public Inspection

For calendar year 2013 or tax year beginning APR 1, 2013 , and ending MAR 31, 2014

Name of foundation: ROBERT GORE RIFKIND FOUNDATION

A Employer identification number: 95-3397350

Number and street (or P O box number if mail is not delivered to street address): P.O. BOX 662147

Room/suite:

B Telephone number: 818-990-1125

City or town, state or province, country, and ZIP or foreign postal code: LOS ANGELES, CA 90066-8547

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)* ▶$ 8,028,126.

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

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received			N/A	
	2	Check ▶ ☒ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	193,396.	193,396.		Statement 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	463,237.			
	b	Gross sales price for all assets on line 6a 10,573,950.				
	7	Capital gain net income (from Part IV, line 2)		463,237.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income				
	12	**Total.** Add lines 1 through 11	656,633.	656,633.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	32,000.	0.		16,000.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees Stmt 2	1,755.	0.		0.
	c	Other professional fees Stmt 3	70,339.	70,339.		0.
	17	Interest				
	18	Taxes Stmt 4	16,517.	0.		0.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	1,434.	0.		1,434.
	22	Printing and publications				
	23	Other expenses Stmt 5	5.	0.		0.
	24	**Total operating and administrative expenses** Add lines 13 through 23	122,050.	70,339.		17,434.
	25	Contributions, gifts, grants paid	472,854.			472,854.
	26	**Total expenses and disbursements** Add lines 24 and 25	594,904.	70,339.		490,288.
	27	Subtract line 26 from line 12:				
	a	Excess of revenue over expenses and disbursements	61,729.			
	b	**Net investment income** (if negative, enter -0-)		586,294.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

RECEIVED
080 AUG 18 2014 IRS-OSC
OGDEN, UT

SCANNED AUG 20 2014

614

19

Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	214,800.	341,250.	341,250.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S. and state government obligations			
	b	Investments - corporate stock Stmt 7	6,638,924.	6,581,022.	6,854,923.
	c	Investments - corporate bonds Stmt 8	411,406.	404,587.	439,248.
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶ Statement 9)	99,064.	99,064.	392,705.
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item 1)	7,364,194.	7,425,923.	8,028,126.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	985,990.	985,990.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	6,378,204.	6,439,933.	
	30	**Total net assets or fund balances**	7,364,194.	7,425,923.	
	31	**Total liabilities and net assets/fund balances**	7,364,194.	7,425,923.	

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	7,364,194.
2	Enter amount from Part I, line 27a	2	61,729.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	7,425,923.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,425,923.

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	MERRILL LYNCH - SEE ATTACHED SCHEDULE	P	Various	Various
b	MERRILL LYNCH - SEE ATTACHED SCHEDULE	P	Various	Various
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	8,245,782.		8,127,148.	118,634.
b	2,328,168.		1,983,565.	344,603.
c				
d				
e				

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				118,634.
b				344,603.
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } 2 463,237.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 } 3 N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	424,933.	7,518,080.	.056521
2011	422,563.	7,593,034.	.055651
2010	345,201.	7,462,918.	.046255
2009	409,182.	6,791,378.	.060250
2008	404,231.	6,970,206.	.057994

2	Total of line 1, column (d)	2	.276671
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	.055334
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	7,532,456.
5	Multiply line 4 by line 3	5	416,801.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,863.
7	Add lines 5 and 6	7	422,664.
8	Enter qualifying distributions from Part XII, line 4	8	490,288.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b			1	5,863.
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	5,863.
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	5,863.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	10,280.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	10,280.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	4,417.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 4,417. **Refunded** ▶			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?	1a		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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Form **990-PF** (2013)

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ JONATHAN S. DAVIDSON, C.P.A. Telephone no. ▶818-990-1125

Located at ▶5501 KEOKUK AVENUE, WOODLAND HILLS, CA ZIP+4 ▶91367

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

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** 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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MAX RIFKIND-BARRON P.O. BOX 662147 LOS ANGELES, CA 90066-8547	PRESIDENT 5.00	32,000.	0.	0.
JONATHAN DAVIDSON P.O. BOX 662147 LOS ANGELES, CA 90066-8547	TREASURER 2.00	0.	0.	0.
JANE LEVIKOW P.O. BOX 662147 LOS ANGELES, CA 90066-8547	SECRETARY 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 SEE FOOTNOTE REGARDING SUMMARY OF DIRECT CHARITABLE ACTIVITIES.	490,288.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:				
a	Average monthly fair market value of securities			1a	7,647,163.
b	Average of monthly cash balances			1b	
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	7,647,163.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	7,647,163.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	114,707.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	7,532,456.
6	**Minimum investment return.** Enter 5% of line 5			6	376,623.

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	376,623.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	5,863.		
b	Income tax for 2013. (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	5,863.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	370,760.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	370,760.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	370,760.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes.		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	490,288.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	490,288.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	5,863.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	484,425.

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.

Form **990-PF** (2013)

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					370,760.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2013:					
a From 2008	59,277.				
b From 2009	77,791.				
c From 2010					
d From 2011	46,765.				
e From 2012	69,535.				
f **Total** of lines 3a through e		253,368.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $	490,288.				
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					370,760.
e Remaining amount distributed out of corpus		119,528.			
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		372,896.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount - see instructions			0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7		59,277.			
9 **Excess distributions carryover to 2014** Subtract lines 7 and 8 from line 6a		313,619.			
10 Analysis of line 9:					
a Excess from 2009	77,791.				
b Excess from 2010					
c Excess from 2011	46,765.				
d Excess from 2012	69,535.				
e Excess from 2013	119,528.				

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)

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

Part XV **Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)**

1 **Information Regarding Foundation Managers:**

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

MAX RIFKIND-BARRON

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:

See Statement 10

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

c Any submission deadlines:

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
a Paid during the year				
AMERICAN CINEMATEQUE 6712 HOLLYWOOD BLVD HOLLYWOOD, CA 90028	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
AMERICAN JEWISH UNIVERSITY 15600 MULHOLLAND DRIVE LOS ANGELES, CA 90077	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
ANGELES CLINIC 2001 SANTA MONICA BLVD SANTA MONICA, CA 90404	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
ANTHROLOGY FILM ARCHIVES 32 2ND AVE NEW YORK, NY 10013	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
AUDUBON BALLONA EDUCATIONAL PROGRAM 7740 MANCHESTER AVE., #210 PLAYA DEL REY, CA 90293	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
Total See continuation sheet(s)			▶ 3a	472,854.
b Approved for future payment None				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	193,396.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	463,237.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		656,633.	0.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 656,633.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

323621
10-10-13

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

▶ J. Davidson | 8-11-14 | ▶ DIRECTOR

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JONATHAN DAVIDSON, C.P.A.	J. Davidson	8-11-14		P00160319

Firm's name ▶ Jonathan S. Davidson CPA

Firm's EIN ▶ 95-4509928

Firm's address ▶ 5501 Keokuk Avenue
Woodland Hills, CA 91367-5521

Phone no. 818-990-1125

Form 990-PF (2013)

323822
10-10-13

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
BARNARD COLLEGE 3009 BROADWAY NEW YORK, NY 10027	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
BROOKLYN ACADEMY OF MUSIC 30 LAFAYETTE AVE BROOKLYN, NY 11217-1486	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
BOSTON LATIN HIGH SCHOOL ASSOCIATION 27 SCHOOL ST., #300 BOSTON, MA 02108	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
CENTER FOR EARLY EDUCATION 563 NORTH ALFRED STREET WEST HOLLYWOOD, CA 90048	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
DONOR DIRECT ACTION P.O. BOX 23130 NEW YORK, NY 10023	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
CHURCH OF THE BLESSED SACRAMENT 6657 SUNSET BLVD HOLLYWOOD, CA 90028	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	1,000.
COLUMBIA UNIVERSITY 622 W. 113TH STREET MC 4530 NEW YORK, NY 10025	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	15,000.
HOUSE OF RUTH P.O. BOX 459 CLAREMONT, CA 91711	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
FILM FORUM 209 W. HOUSTON ST. NEW YORK, NY 10014	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	25,000.
HARVARD WESTLAKE SCHOOL 700 NORTH FARING ROAD LOS ANGELES, CA 90077	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
Total from continuation sheets				440,354.

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
JAY N. SCHAPIRA MD MEDICAL RESEARCH FOUNDATION 8635 WEST THIRD STREET, #750W LOS ANGELES, CA 90048	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
JUMPSTART 308 CONGRESS ST. 6TH FLOOR BOSTON, MA 02210	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	15,000.
KCRW PUBLIC RADIO 1900 PICO BLVD SANTA MONICA, CA 90405	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
LOS ANGELES GAY AND LESBIAN CENTER 1625 N. SCHRADER BLVD LOS ANGELES, CA 90028	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
LINCOLN CENTER FILM SOCIETY 165 W/ 65TH STREET NEW YORK, NY 10023	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	25,000.
LOS ANGELES COUNTY ART MUSEUM 5905 WISHIRE BLVD LOS ANGELES, CA 90036	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	160,000.
LOS ANGELES PHILHARMONIC 151 SOUTH GRAND AVE LOS ANGELES, CA 90012	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
MUSEUM ASSOCIATES - LACMA 5905 WISHIRE BLVD LOS ANGELES, CA 90036	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	9,000.
MUSEUM OF MODERN ART 11 W. 53RD STREET NEW YORK, NY 10019	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	20,000.
MUSEUM OF THE MOVING IMAGE 36-01-35 AVENUE ASTORIA, NY 11106	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	5,000.
Total from continuation sheets				

323631
05-01-13

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
NATIONAL PUBLIC RADIO 635 MASSACHUSETTS AVE WASHINGTON, DC 20001	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
PEACE OVER VIOLENCE 1015 WILSHIRE BLVD., #200 LOS ANGELES, CA 90017	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	20,000.
SANTA MARIANA DE PAREDES CHURCH 7922 S. PASSONS BLVD PICO RIVERA, CA 90660	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	4,000.
SCHOLAR IN RESIDENCE PROGRAM P.O. BOX 662147 LOS ANGELES, CA 90066-8547	NONE	N/A	FURTHER GOALS OF THE FOUNDATION	2,354.
TEMPLE ISAIAH 10345 WEST PICO BLVD LOS ANGELES, CA 90064	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
TEMPLE ISRAEL OF HOLLYWOOD 7300 HOLLYWOOD BLVD HOLLYWOOD, CA 90046	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
THE PATHWAY HOME INC P.O. BOX 3930 YOUNTVILLE, CA 94599	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
UNITED FAMILIES INCORPORATED 1561 S. 4TH STREET EL CENTRO , CA 92243	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	1,500.
UCLA FOUNDATION 10920 WILSHIRE BLVD, #1400 LOS ANGELES, CA 90024	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	20,000.
VILLA AURORA 520 PASEO MIRAMAR PACIFIC PALISADES, CA 90272	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	2,500.
Total from continuation sheets				

323631
05-01-13

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
WIKIMEDIA FOUNDATION P.O. BOX 98204 WASHINGTON, DC 20090	NONE	PUBLIC	FURTHER GOALS OF THE FOUNDATION	10,000.
Total from continuation sheets				

323631
05-01-13

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
MERRILL LYNCH	193,396.	0.	193,396.	193,396.	
To Part I, line 4	193,396.	0.	193,396.	193,396.	

Form 990-PF Accounting Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING AND BOOKKEEPING	1,755.	0.		0.
To Form 990-PF, Pg 1, ln 16b	1,755.	0.		0.

Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT FEES - ML	70,339.	70,339.		0.
To Form 990-PF, Pg 1, ln 16c	70,339.	70,339.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL TAXES	16,517.	0.		0.
To Form 990-PF, Pg 1, ln 18	16,517.	0.		0.

Form 990-PF Other Expenses Statement 5

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BANK CHARGES	5.	0.		0.
To Form 990-PF, Pg 1, ln 23	5.	0.		0.

Footnotes Statement 6

PART IX-A
SUMMARY OF DIRECT CHARITABLE ACTIVITIES

TO CONTINUE THE PROCESS OF ASSEMBLING, PRESERVING AND DISPLAYING A COLLECTION OF GERMAN EXPRESSIONIST ART AND RELATED LITERATURE. IN ADDITION THE FOUNDATION LOANS ARTWORK TO VARIOUS MUSEUMS AROUND THE WORLD.
MANY DISTINGUISHED SCHOLARS (DOCTORS OF ART AND HISTORY), AND CURATORS FROM PROMINENT MUSEUMS HAVE VISITED AND PERFORMED RESEARCH AT THE FOUNDATION. SCHOLARS HAVE COME FROM HARVARD, YALE, BERKELEY, AND MANY OTHER DISTINGUISHED UNIVERSITIES AROUND THE COUNTRY AND THE WORLD. IN ADDITION THE FOUNDATION SUPPORTS THE ARTS IN GENERAL, BY MAKING DIRECT CONTRIBUTIONS TO ART MUSEUMS.
THE FOUNDATION HAS ALSO SUPPORTED RELIGIOUS ORGANIZATIONS, SCHOOLS AND ORCHESTRAS.

Form 990-PF	Corporate Stock	Statement 7
Description	Book Value	Fair Market Value
MUTUAL FUNDS & CORPORATE STOCK	6,581,022.	6,854,923.
Total to Form 990-PF, Part II, line 10b	6,581,022.	6,854,923.

Form 990-PF	Corporate Bonds	Statement 8
Description	Book Value	Fair Market Value
CORPORATE BONDS	404,587.	439,248.
Total to Form 990-PF, Part II, line 10c	404,587.	439,248.

Form 990-PF	Other Assets		Statement 9
Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
ARTWORK, PAINTINGS AND SCULPTURES	98,859.	98,859.	392,500.
BOOKS AND CATALOGUES	205.	205.	205.
To Form 990-PF, Part II, line 15	99,064.	99,064.	392,705.

Form 990-PF Grant Application Submission Information Statement 10
Part XV, Lines 2a through 2d

Name and Address of Person to Whom Applications Should be Submitted

MAX RIFKIND BARRON
P.O. BOX 662147
LOS ANGELES, CA 90066-8547

Telephone Number

818-990-1125

Form and Content of Applications

WRITTEN APPLICATION SHOULD STATE THE BACKROUND AND QUALIFICATIONS OF THE APPLICANT. IN ADDITION THE APPLICATIONS SHOULD STATE THE PROJECT TO BE RESEARCHED.

Any Submission Deadlines

APPLICATIONS ARE CONSIDERED AS THEY ARE SUBMITTED.

Restrictions and Limitations on Awards

NONE

Robert Gore Rifkind Foundation
Stock - Bond Sales
March 31, 2014

Description	Date Purchased	Date Sold	Sales Price	Purchase Price	Gain/Loss
Alps Jam Comm Str Alloc	Various	4/4/2013	478,957	500,638	-21,681 LT
Devon Energy Corp	2/13/2013	5/15/2013	228,561	239,028	-10,467 ST
Ishares DJ US Oil	Various	5/15/2013	222,706	205,589	17,117 ST
Vanguard MSCI EAFE ETF	1/7/2013	5/15/2013	194,996	177,300	17,696 ST
Ishares JP Morgan EM Bon	Various	5/15/2013	572,645	583,768	-11,123 ST
Occidental PETE Corp	1/30/2013	5/15/2013	181,866	171,809	10,057 ST
Sector SPDR	1/7/2013	5/15/2013	79,243	67,900	11,343 ST
Arbitrage Funds Cl 1	Various	5/15/2013	301,051	308,872	-7,821 ST
Ishares Trust Dow Jones	Various	6/20/2013	517,303	424,178	93,125 LT
SPDR S & P 500 ETF	Various	6/20/2013	950,953	706,448	244,505 LT
Ishares MSCI Japan Index	Various	6/20/2013	214,596	210,200	4,396 ST
Ishares MSCI Mexico	1/30/2013	6/20/2013	146,357	185,771	-39,414 ST
Ishares Dow Jones Intrnl	1/30/2013	6/20/2013	194,280	211,608	-17,328 ST
SPDR DJ Wilshire Global	5/16/2013	6/20/2013	202,795	236,899	-34,104 ST
Ishares MSCI Emer Mar	Various	6/20/2013	156,674	190,297	-33,623 ST
AQR MGD Futures Strat	5/15/2013	6/20/2013	96,125	100,000	-3,875 ST
CBRE Clarion	Various	6/20/2013	168,601	175,158	-6,557 ST
Hollyfrontier Corp	6/26/2013	7/16/2013	42,241	42,890	-649 ST
Iamgold corp	various	7/23/2013	215,576	162,224	53,352 ST
Marathon Petroleum Corp	6/26/2013	7/16/2013	70,021	72,438	-2,417 ST
Tesoro corp	6/26/2013	7/16/2013	52,864	54,217	-1,353 ST
Pimco Unconstrained	various	7/16/2013	399,620	407,350	-7,730 ST
Ancelormittal SA	7/16/2013	8/16/2013	203,396	184,650	18,746 ST
Barrick Gold Corp	7/23/2013	8/15/2013	115,759	111,982	3,777 ST
Chesapeake Energy	Various	8/12/2013	175,644	146,862	28,782 ST
Eldorado Gold Corp	8/12/2013	8/16/2013	45,709	42,490	3,219 ST
Ishares MSCI Emerging	Various	8/12/2013	317,126	308,436	8,690 ST
Vanguard Information	6/26/2013	8/12/2013	158,801	147,950	10,851 ST
Claymore Exchange Traded	1/7/2013	8/12/2013	264,959	263,521	1,438 ST
Petrleo Bras VTG	7/16/2013	8/27/2013	283,019	268,104	14,915 ST
Silver Wheaton Corp	8/12/2013	8/15/2013	127,177	122,440	4,737 ST

Robert Gore Rifkind Foundation
Stock - Bond Sales
March 31, 2014

Franklin CA T/F	Various	8/12/2013	1,090	1,194	-104	ST
AM Cent Mid Cap Val	Various	8/27/2013	242,454	250,000	-7,546	ST
Amern Cnt Ginnie Mae	Various	8/12/2013	37	39	-2	ST
ALPS Alerian MLP ETF	Various	9/12/2013	226,067	202,177	23,890	LT
Anglogold Ashanti Ltd	8/27/2013	9/10/2013	68,709	70,497	-1,788	ST
Vanguard Small Cap	7/16/2013	9/20/2013	512,076	495,211	16,865	ST
ALPS Alerian MLP ETF	1/30/2013	9/12/2013	121,728	120,050	1,678	ST
Ubiquiti Networks Inc.	Various	9/20/2013	95,851	100,082	-4,231	ST
Ventas Inc	8/27/2013	9/20/2013	63,324	62,930	394	ST
Blkrk glb Lng Shrt	Various	10/24/2013	154,888	150,124	4,764	LT
SPDR S and P VRDO	6/20/2013	10/24/2013	598,391	600,369	-1,978	ST
Blkrk glb Lng Shrt	Various	10/24/2013	113,363	112,085	1,278	ST
Driehaus Active Inc Fund	Various	10/30/2013	150,972	150,689	283	ST
Bluebird Bio Inc	Various	10/30/2013	69,419	96,433	-27,014	ST
Equinix Inc	8/27/2013	10/30/2013	161,863	170,321	-8,458	ST
Fireeye Inc	10/24/2013	11/5/2013	73,664	82,818	-9,154	ST
Puma Bioech Inc.	10/24/2013	12/5/2013	141,986	88,838	53,148	ST
Palo Alto Networks	9/10/2013	12/24/2013	224,701	195,750	28,951	ST
Three D Systems New	Various	12/24/2013	173,746	130,089	43,657	ST
Total			10,573,950	10,110,713	463,237	
Short Term			8,245,782	8,127,148	118,634	
Long Term			2,328,168	1,983,565	344,603	
			10,573,950	10,110,713	463,237	