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Form **990-PF**

Return of Private Foundation

OMB No 1545-0052

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

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013, or tax year beginning 06-01-2013, and ending 05-31-2014

Name of foundation THE BUDDY TAUB FOUNDATION		A Employer identification number 95-4588448	
% COHNREZNICK LLP		B Telephone number (see instructions) (310) 859-1800	
Number and street (or P O box number if mail is not delivered to street address) Room/suite 9200 SUNSET BLVD SUITE 525 Suite		C If exemption application is pending, check here <input type="checkbox"/>	
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90069		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return, <input type="checkbox"/> Initial return of a former public charity, <input type="checkbox"/> Final return, <input type="checkbox"/> Amended return, <input type="checkbox"/> Address change, <input type="checkbox"/> Name change		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation, <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust, <input type="checkbox"/> Other taxable private foundation		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 10,591,367		J Accounting method: <input checked="" type="checkbox"/> Cash, <input type="checkbox"/> Accrual, <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	66,876	66,876		
	4 Dividends and interest from securities	184,911	184,911		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	557,155			
	b Gross sales price for all assets on line 6a 4,980,573				
	7 Capital gain net income (from Part IV, line 2)		557,155		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)	3,695	3,695			
12 Total. Add lines 1 through 11	812,637	812,637			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	32,000			32,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	224	0	0	224
	b Accounting fees (attach schedule)	22,984	0	0	22,984
	c Other professional fees (attach schedule)	86,427	86,427		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	10,588	9,852		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule)	3,220			2,200	
24 Total operating and administrative expenses. Add lines 13 through 23	155,443	96,279	0	57,408	
25 Contributions, gifts, grants paid	515,075			515,075	
26 Total expenses and disbursements. Add lines 24 and 25	670,518	96,279	0	572,483	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	142,119				
b Net investment income (if negative, enter -0-)		716,358			
c Adjusted net income (if negative, enter -0-)					

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing	27,036	29,398	29,398	
	2 Savings and temporary cash investments	373,362	412,017	412,017	
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	4 Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)	1,331,498 <input checked="" type="checkbox"/>	1,119,522	1,150,116	
	b Investments—corporate stock (attach schedule)	6,700,661 <input checked="" type="checkbox"/>	7,320,600	8,516,775	
	c Investments—corporate bonds (attach schedule)	643,106 <input checked="" type="checkbox"/>	446,325	483,061	
	11 Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	9,075,663	9,327,862	10,591,367		
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 (attach schedule)				
	22 Other liabilities (describe ▶ _____)				
23 Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds				
	28 Paid-in or capital surplus, or land, bldg, and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds	9,075,663	9,327,862		
30 Total net assets or fund balances (see page 17 of the instructions)	9,075,663	9,327,862			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	9,075,663	9,327,862			

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	9,075,663
2	Enter amount from Part I, line 27a	2	142,119
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	124,039
4	Add lines 1, 2, and 3	4	9,341,821
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	13,959
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,327,862

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a	See Additional Data Table			
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a	See Additional Data Table			
b				
c				
d				
e				
2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	557,155
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	693,351	9,817,753	0.070622
2011	492,463	9,956,452	0.049462
2010	596,681	10,169,028	0.058676
2009	476,147	9,727,882	0.048947
2008	296,325	9,405,379	0.031506
2	Total of line 1, column (d).		2 0.259213
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.051843
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.		4 10,129,629
5	Multiply line 4 by line 3.		5 525,150
6	Enter 1% of net investment income (1% of Part I, line 27b).		6 7,164
7	Add lines 5 and 6.		7 532,314
8	Enter qualifying distributions from Part XII, line 4.		8 572,483

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 page 18 of the 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	7,164
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2.	3	7,164
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	7,164
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	7,263
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	7,263
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	99
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	
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes			
14	The books are in care of ▶ <u>COHNREZNICK LLP</u> Telephone no ▶ <u>(310) 843-9700</u> Located at ▶ <u>1900 AVE OF THE STARS 28TH FLOOR LOS ANGELES CA</u> ZIP +4 ▶ <u>90067</u>					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <table border="1" style="display: inline-table;"><tr><td>15</td><td></td></tr></table>	15				
15						
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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		

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

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Dennis A Roach APC 9200 SUNSET BLVD SUITE 525 LOS ANGELES, CA 90069	President 6 0	32,000		
Jill J Roach 9200 SUNSET BLVD SUITE 525 LOS ANGELES, CA 90069	Secretary/CFO 1 0	0		
Alexis Roach 9200 SUNSET BLVD SUITE 525 LOS ANGELES, CA 90069	Director 0	0		
Stephanie Roach 9200 SUNSET BLVD SUITE 525 LOS ANGELES, CA 90069	Director 0	0		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Total number of other employees paid over \$50,000. <input type="checkbox"/>				

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation

Total number of others receiving over \$50,000 for professional services.

Part IX-A Summary of Direct Charitable Activities

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

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

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

Total. Add lines 1 through 3.

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	9,836,300
b	Average of monthly cash balances.	1b	447,587
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	10,283,887
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	10,283,887
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	154,258
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	10,129,629
6	Minimum investment return. Enter 5% of line 5.	6	506,481

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	506,481
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	7,164
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	7,164
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	499,317
4	Recoveries of amounts treated as qualifying distributions.	4	1,750
5	Add lines 3 and 4.	5	501,067
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	501,067

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	572,483
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	572,483
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	7,164
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	565,319

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				501,067
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			27,260	
b Total for prior years 2011, 2010, 2009				
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>572,483</u>				
a Applied to 2012, but not more than line 2a			27,260	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				501,067
e Remaining amount distributed out of corpus	44,156			
5 Excess distributions carryover applied to 2013 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	44,156			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	44,156			
10 Analysis of line 9				
a Excess from 2009.				
b Excess from 2010.				
c Excess from 2011.				
d Excess from 2012.				
e Excess from 2013.	44,156			

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling.

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					

3 Complete 3a, b, or c for the alternative test relied upon

a "Assets" alternative test—enter

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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 <i>Paid during the year</i> See Additional Data Table				
Total				3a 515,075
b <i>Approved for future payment</i>				
Total				3b

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
MORGAN STANLEY #010447 ST - ATTACHMENT A	P		
MORGAN STANLEY #010447 LT - ATTACHMENT A	P		
MORGAN STANLEY #010449 ST - ATTACHMENT B	P		
MORGAN STANLEY #010449 LT - ATTACHMENT B	P		
MORGAN STANLEY #010450 ST - ATTACHMENT C	P		
MORGAN STANLEY #010450 LT - ATTACHMENT C	P		
MORGAN STANLEY #011015 ST - ATTACHMENT D	P		
MORGAN STANLEY #011015 LT - ATTACHMENT D	P		
MORGAN STANLEY #011267 ST - ATTACHMENT E	P		
MORGAN STANLEY #011267 LT - ATTACHMENT E	P		
MORGAN STANLEY #114282 LT - ATTACHMENT F	P		
MORGAN STANLEY #114762 LT - ATTACHMENT G	P		
MORGAN STANLEY #014301 ST - ATTACHMENT H	P		
MORGAN STANLEY #014301 LT - ATTACHMENT H	P		
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,077		10,065	3,012
69,852		48,039	21,813
41,779		35,459	6,320
95,922		130,297	-34,375
23,260			23,260
218,929		112,435	106,494
12,647		10,157	2,490
85,170		69,325	15,845
1,068,496		1,003,421	65,075
1,238,178		1,034,648	203,530
1,198		1,310	-112
424,759		400,539	24,220
1,057,684		1,040,710	16,974
627,352		527,013	100,339
			2,270

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,012
			21,813
			6,320
			-34,375
			23,260
			106,494
			2,490
			15,845
			65,075
			203,530
			-112
			24,220
			16,974
			100,339

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Association of Small Foundations 1720 N Street NW Washington, DC 20036	N/A	PC	General Purpose	725
Berkeley Art Museum & Pac Film Archive 2625 Durant Ave 2250 Berkeley, CA 94720	N/A	PC	General Purpose	6,500
Columbia University 116th St and Broadway New York, NY 10027	N/A	PC	General Purpose	10,000
Connections for Children 2701 Ocean Park Blvd 253 Santa Monica, CA 90405	N/A	PC	General Purpose	2,500
Cornell University Library Division of Rare Manuscript Colle Carl A Kroch Library Ithaca, NY 148535302	N/A	PC	General Purpose	11,500
Emory University Robert W Woodruff Library Atlanta, GA 30322	N/A	PC	General Purpose	10,000
Forbes House Museum 215 Adams Street Milton, MA 02186	N/A	PC	General Purpose	10,000
Freehab Inc 22431 B160 Antonio Pkwy 527 Rancho Santa, CA 92688	N/A	PC	General Purpose	5,000
UCLA Hammer Museum 10899 Wilshire Blvd Los Angeles, CA 90024	N/A	PC	General Purpose	9,450
Kelly Cares Foundation Eddy Street Commons Notre Dame 1251 N Eddy St 200 South Bend, IN 46617	N/A	PC	General Purpose	10,000
Los Angeles County Museum of Art 5905 Wilshire Blvd Los Angeles, CA 90036	N/A	PC	General Purpose	40,800
Morgan Library & Museum 225 Madison Ave 36th New York, NY 10016	N/A	PC	General Purpose	16,000
Museum of Contemporary Art Chicago 220 E Chicago Ave Chicago, IL 60611	N/A	PC	General Purpose	16,653
Museum of Fine Arts Houston 1001 Bissonnet Houston, TX 77005	N/A	PC	General Purpose	68,600
New York Public Library 476 Fifth Ave New York, NY 10018	N/A	PC	General Purpose	31,500
Total				515,075

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Obsidian Arts 734 E Lake Street Ste 220 Minneapolis, MN 55407	N/A	PC	General Purpose	2,500
Parrish Art Museum 279 Montauk Hwy South Hampton, NY 11976	N/A	PC	General Purpose	4,500
Portsmouth Historical Society 43 Middle St Portsmouth, NH 03801	N/A	PC	General Purpose	2,000
Saint Louis Art Museum One Fine Arts Drive Forest Park, MO 63110	N/A	PC	General Purpose	25,000
Schomburg Center 515 Malcom X Blvd New York, NY 100371801	N/A	PC	General Purpose	10,000
Stanford University Libraries 102 Cummings Art Bldg Stanford University Stanford, CA 94305	N/A	PC	General Purpose	11,500
Startford Hall 483 Great House Road Montross, VA 22520	N/A	PC	General Purpose	1,250
The Huntington Library 1151 Oxford Road San Marino, CA 91108	N/A	PC	General Purpose	65,000
The Museum of Fine Arts Houston PO Box 6826 Houston, TX 77265	N/A	PC	General Purpose	10,000
The Museum of Modern Art 11 West 53rd St New York, NY 10019	N/A	PC	General Purpose	27,700
UCLA Library Foundation A1713 Charles E Young Reseach Libra BOX 951575 Los Angeles, CA 90095	N/A	PC	General Purpose	11,500
University of Chicago Library 1100 East 57th Street Chicago, IL 60637	N/A	PC	General Purpose	6,750
USC School of Social Work 11505 S Olive Street 320 Los Angeles, CA 90015	N/A	PC	General Purpose	10,000
Valley Venom Basketball Inc 11637 Andasol Ave Granada Hills, CA 91344	N/A	PC	General Purpose	6,000
Washington & Lee University 2001 Flora St Dallas, TX 75201	N/A	PC	General Purpose	12,015
Total				515,075

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
Washington University 700 Rosedale Ave BOX 1034 St Louis, MO 631121408	N/A	PC	General Purpose	38,750
Winterthur Museum Rt 52 Winterhur, DE 48725	N/A	PC	General Purpose	21,382
Total				515,075

TY 2013 Accounting Fees Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	22,984			22,984

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

**TY 2013 Investments Corporate
Bonds Schedule**

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Name of Bond	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY #114762	446,325	483,061

**TY 2013 Investments Corporate
Stock Schedule****Name:** THE BUDDY TAUB FOUNDATION**EIN:** 95-4588448

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MORGAN STANLEY #010447	385,343	613,815
MORGAN STANLEY #010449	0	0
MORGAN STANLEY #010450	1,320,233	1,931,114
MORGAN STANLEY #114282	381,031	332,997
MORGAN STANLEY #011015	513,051	575,942
MORGAN STANLEY #011091	1,495,830	1,499,334
MORGAN STANLEY #011267	1,644,947	1,926,055
MORGAN STANLEY #114762	190,802	206,510
MORGAN STANLEY #014301	1,389,363	1,431,008

**TY 2013 Investments Government
Obligations Schedule**

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

**US Government Securities - End of
Year Book Value:** 1,119,522

**US Government Securities - End of
Year Fair Market Value:** 1,150,116

**State & Local Government
Securities - End of Year Book
Value:**

**State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2013 Investments - Land Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

TY 2013 Land, Etc. Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

TY 2013 Legal Fees Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	224			224

TY 2013 Other Decreases Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Description	Amount
BOOK VERSE TAX COST IN PRIOR YEARS	13,887
OTHER CHANGE IN FUND BALANCE	72

TY 2013 Other Expenses Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	2,200			2,200
FILE STORAGE	1,020			

TY 2013 Other Income Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Other Investment Income	3,695	3,695	

TY 2013 Other Increases Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Description	Amount
REINVESTMENT	122,193
RETURN OF CAPITAL	96
RECOVERY OF QUALIFYING DISTRIBUTIONS	1,750

TY 2013 Other Professional Fees Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	86,427	86,427		0

TY 2013 Taxes Schedule

Name: THE BUDDY TAUB FOUNDATION

EIN: 95-4588448

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	9,852	9,852		
STATE FILING FEES	20			
ATTORNEY GENERAL'S	75			
FEDERAL EXCISE TAXES	631			
FRANCHISE TAX BOARD	10			