

Return of Organization Exempt From Income Tax
Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Department of the Treasury
Internal Revenue Service

▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990 and its instructions is at www.irs.gov/form990

Open to Public Inspection

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

B Check if applicable: <input type="checkbox"/> Address change <input type="checkbox"/> Name change <input type="checkbox"/> Initial return <input type="checkbox"/> Terminated <input type="checkbox"/> Amended return <input type="checkbox"/> Application pending	C Name of organization THE RYMAN-CARROLL FOUNDATION Doing Business As RYMAN ARTS Number and street (or P.O. box if mail is not delivered to street address) Room/suite 315 WEST NINTH STREET 806 City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90015 F Name and address of principal officer: DIANE BRIGHAM SAME AS C ABOVE	D Employer identification number 95-1051084 E Telephone number 213-629-2787 G Gross receipts \$ 1,506,461. H(a) Is this a group return for subordinates? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No H(b) Are all subordinates included? <input type="checkbox"/> Yes <input type="checkbox"/> No If "No," attach a list. (see instructions) H(c) Group exemption number ▶
I Tax-exempt status: <input checked="" type="checkbox"/> 501(c)(3) <input type="checkbox"/> 501(c) () ◀ (insert no.) <input type="checkbox"/> 4947(a)(1) or <input type="checkbox"/> 527		
J Website: ▶ WWW.RYMANARTS.ORG		
K Form of organization: <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Trust <input type="checkbox"/> Association <input type="checkbox"/> Other ▶		L Year of formation: 1990 M State of legal domicile: CA

Part I Summary

	1 Briefly describe the organization's mission or most significant activities: SEE SCHEDULE O FOR DETAILED DESCRIPTION.							
	2 Check this box <input type="checkbox"/> if the organization discontinued its operations or disposed of more than 25% of its net assets.							
Activities & Governance	3 Number of voting members of the governing body (Part VI, line 1a)	3 16						
	4 Number of independent voting members of the governing body (Part VI, line 1b)	4 16						
	5 Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5 30						
	6 Total number of volunteers (estimate if necessary)	6 100						
	7a Total unrelated business revenue from Part VIII, column (C), line 12	7a 0.						
	b Net unrelated business taxable income from Form 990-T, line 34	7b 0.						
	Revenue	8 Contributions and grants (Part VIII, line 1h)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">819,303.</td> <td style="text-align: right;">1,297,908.</td> </tr> </table>		Prior Year	Current Year		819,303.
		Prior Year	Current Year					
		819,303.	1,297,908.					
9 Program service revenue (Part VIII, line 2g)		<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> </table>		Prior Year	Current Year		0.	0.
		Prior Year	Current Year					
		0.	0.					
10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)		<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">52,817.</td> <td style="text-align: right;">79,479.</td> </tr> </table>		Prior Year	Current Year		52,817.	79,479.
		Prior Year	Current Year					
		52,817.	79,479.					
11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)		<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">25,387.</td> <td style="text-align: right;">30,008.</td> </tr> </table>		Prior Year	Current Year		25,387.	30,008.
	Prior Year	Current Year						
	25,387.	30,008.						
12 Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">897,507.</td> <td style="text-align: right;">1,407,395.</td> </tr> </table>		Prior Year	Current Year		897,507.	1,407,395.	
	Prior Year	Current Year						
	897,507.	1,407,395.						
Expenses	13 Grants and similar amounts paid (Part IX, column (A), lines 1-3)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">5,000.</td> <td style="text-align: right;">5,000.</td> </tr> </table>		Prior Year	Current Year		5,000.	5,000.
		Prior Year	Current Year					
		5,000.	5,000.					
	14 Benefits paid to or for members (Part IX, column (A), line 4)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">0.</td> <td style="text-align: right;">0.</td> </tr> </table>		Prior Year	Current Year		0.	0.
		Prior Year	Current Year					
	0.	0.						
15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">490,800.</td> <td style="text-align: right;">600,845.</td> </tr> </table>		Prior Year	Current Year		490,800.	600,845.	
	Prior Year	Current Year						
	490,800.	600,845.						
16a Professional fundraising fees (Part IX, column (A), line 11e)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">4,500.</td> <td style="text-align: right;">640.</td> </tr> </table>		Prior Year	Current Year		4,500.	640.	
	Prior Year	Current Year						
	4,500.	640.						
b Total fundraising expenses (Part IX, column (D), line 25) ▶ 107,282.								
17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">381,668.</td> <td style="text-align: right;">564,559.</td> </tr> </table>		Prior Year	Current Year		381,668.	564,559.	
	Prior Year	Current Year						
	381,668.	564,559.						
18 Total expenses. Add lines 13-17 (must equal Part IX, column (A), line 25)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">881,968.</td> <td style="text-align: right;">1,171,044.</td> </tr> </table>		Prior Year	Current Year		881,968.	1,171,044.	
	Prior Year	Current Year						
	881,968.	1,171,044.						
19 Revenue less expenses. Subtract line 18 from line 12	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Prior Year</th> <th style="width:35%;">Current Year</th> </tr> <tr> <td></td> <td style="text-align: right;">15,539.</td> <td style="text-align: right;">236,351.</td> </tr> </table>		Prior Year	Current Year		15,539.	236,351.	
	Prior Year	Current Year						
	15,539.	236,351.						
Net Assets or Fund Balances	20 Total assets (Part X, line 16)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Beginning of Current Year</th> <th style="width:35%;">End of Year</th> </tr> <tr> <td></td> <td style="text-align: right;">2,914,126.</td> <td style="text-align: right;">2,506,467.</td> </tr> </table>		Beginning of Current Year	End of Year		2,914,126.	2,506,467.
		Beginning of Current Year	End of Year					
		2,914,126.	2,506,467.					
21 Total liabilities (Part X, line 26)	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Beginning of Current Year</th> <th style="width:35%;">End of Year</th> </tr> <tr> <td></td> <td style="text-align: right;">718,004.</td> <td style="text-align: right;">52,390.</td> </tr> </table>		Beginning of Current Year	End of Year		718,004.	52,390.	
	Beginning of Current Year	End of Year						
	718,004.	52,390.						
22 Net assets or fund balances. Subtract line 21 from line 20	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:30%;"></th> <th style="width:35%;">Beginning of Current Year</th> <th style="width:35%;">End of Year</th> </tr> <tr> <td></td> <td style="text-align: right;">2,196,122.</td> <td style="text-align: right;">2,454,077.</td> </tr> </table>		Beginning of Current Year	End of Year		2,196,122.	2,454,077.	
	Beginning of Current Year	End of Year						
	2,196,122.	2,454,077.						

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer DIANE BRIGHAM, EXECUTIVE DIRECTOR Type or print name and title	Date		
Paid Preparer Use Only	Print/Type preparer's name ERICH RAIL	Preparer's signature 	Date 	Check <input type="checkbox"/> if self-employed PTIN P00174228
	Firm's name ▶ MARTIN WERBELOW LLP Firm's address ▶ 300 N LAKE AVE, SUITE 930 PASADENA, CA 91101-4106	Firm's EIN ▶ 95-1720829 Phone no. (626) 577-1440		

May the IRS discuss this return with the preparer shown above? (see instructions) Yes No

Part III Statement of Program Service Accomplishments

Check if Schedule O contains a response or note to any line in this Part III [X]

1 Briefly describe the organization's mission: TO TEACH CLASSICAL DRAWING AND PAINTING SKILLS TO TALENTED AND MOTIVATED HIGH SCHOOL STUDENTS AS A BRIDGE TO A LIFETIME THAT EXPRESSES AND APPRECIATES THE ARTS.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? [] Yes [X] No

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? [] Yes [X] No

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code:) (Expenses \$ 671,639. including grants of \$ 5,000.) (Revenue \$) RYMAN ARTS WAS NAMED A NATIONAL PROGRAM OF EXCELLENCE BY THE PRESIDENT'S COMMITTEE ON THE ARTS & HUMANITIES, ONE OF 50 COMMUNITY ORGANIZATIONS SELECTED FROM ACROSS THE COUNTRY.

IN JANUARY, 2013, RYMAN ARTS EXPANDED ITS PROGRAM TO REACH MORE HIGH POTENTIAL YOUTH BY OPENING A SECOND PROGRAM SITE ON THE CAMPUS OF CALIFORNIA STATE UNIVERSITY, FULLERTON (CSUF), LAUNCHING A NEW COLLABORATION WITH THE UNIVERSITY THERE. THIS EXPANSION ALLOWED ACCEPTED STUDENTS TO CHOOSE THE LOCATION BEST FOR THEM: SATURDAYS AT CSUF OR SUNDAYS AT OTIS COLLEGE OF ART & DESIGN. STUDENTS COME FROM FIVE SOUTHERN CALIFORNIA COUNTIES, OVER 150 ZIP CODES, AND MORE THAN 80% LIVE IN LOW-INCOME NEIGHBORHOODS.

4b (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4c (Code:) (Expenses \$ including grants of \$) (Revenue \$)

4d Other program services (Describe in Schedule O.) (Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 671,639.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete <i>Schedule B, Schedule of Contributors</i> ?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>		X
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability; serve as a custodian for amounts not listed in Part X; or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>	X	
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>	X	
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>		X
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>	X	
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>	X	
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? <i>If "Yes," complete Schedule I, Parts I and II</i>		X
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? <i>If "Yes," complete Schedule I, Parts I and III</i>		X
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? <i>If "Yes," complete Schedule J</i>	X	
24a Did the organization have a tax-exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? <i>If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a</i>		X
b Did the organization invest any proceeds of tax-exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? <i>If "Yes," complete Schedule L, Part I</i>		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? <i>If "Yes," complete Schedule L, Part I</i>		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? <i>If "Yes," complete Schedule L, Part III</i>		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
b A family member of a current or former officer, director, trustee, or key employee? <i>If "Yes," complete Schedule L, Part IV</i>		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? <i>If "Yes," complete Schedule L, Part IV</i>		X
29 Did the organization receive more than \$25,000 in non-cash contributions? <i>If "Yes," complete Schedule M</i>	X	
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? <i>If "Yes," complete Schedule M</i>		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? <i>If "Yes," complete Schedule N, Part I</i>		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? <i>If "Yes," complete Schedule N, Part II</i>		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? <i>If "Yes," complete Schedule R, Part I</i>		X
34 Was the organization related to any tax-exempt or taxable entity? <i>If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1</i>		X
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? <i>If "Yes," complete Schedule R, Part V, line 2</i>		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? <i>If "Yes," complete Schedule R, Part V, line 2</i>		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? <i>If "Yes," complete Schedule R, Part VI</i>		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax Compliance

Check if Schedule O contains a response or note to any line in this Part V

Main form body containing questions 1a through 14b with Yes/No columns and data entry fields.

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI [X]

Section A. Governing Body and Management

Table with 3 columns: Question, Yes, No. Rows include: 1a (16), 1b (16), 2 (X), 3 (X), 4 (X), 5 (X), 6 (X), 7a (X), 7b (X), 8a (X), 8b (X), 9 (X).

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

Table with 3 columns: Question, Yes, No. Rows include: 10a (X), 10b, 11a (X), 11b, 12a (X), 12b (X), 12c (X), 13 (X), 14 (X), 15a (X), 15b (X), 16a (X), 16b.

Section C. Disclosure

- 17 List the states with which a copy of this Form 990 is required to be filed CA
18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year.
20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization: DIANE BRIGHAM, THE RYMAN-CARROLL FOUNDATION - 213-629-2787 315 WEST NINTH STREET, #806, LOS ANGELES, CA 90015

Part VII Compensation of Officers, Directors, Trustees, Key Employees, Highest Compensated Employees, and Independent Contractors

Check if Schedule O contains a response or note to any line in this Part VII

Section A. Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

1a Complete this table for all persons required to be listed. Report compensation for the calendar year ending with or within the organization's tax year.

- List all of the organization's **current** officers, directors, trustees (whether individuals or organizations), regardless of amount of compensation. Enter -0- in columns (D), (E), and (F) if no compensation was paid.
- List all of the organization's **current** key employees, if any. See instructions for definition of "key employee."
- List the organization's five **current** highest compensated employees (other than an officer, director, trustee, or key employee) who received reportable compensation (Box 5 of Form W-2 and/or Box 7 of Form 1099-MISC) of more than \$100,000 from the organization and any related organizations.
- List all of the organization's **former** officers, key employees, and highest compensated employees who received more than \$100,000 of reportable compensation from the organization and any related organizations.
- List all of the organization's **former directors or trustees** that received, in the capacity as a former director or trustee of the organization, more than \$10,000 of reportable compensation from the organization and any related organizations.

List persons in the following order: individual trustees or directors; institutional trustees; officers; key employees; highest compensated employees; and former such persons.

Check this box if neither the organization nor any related organization compensated any current officer, director, or trustee.

(A) Name and Title	(B) Average hours per week (list any hours for related organizations below line)	(C) Position (do not check more than one box, unless person is both an officer and a director/trustee)						(D) Reportable compensation from the organization (W-2/1099-MISC)	(E) Reportable compensation from related organizations (W-2/1099-MISC)	(F) Estimated amount of other compensation from the organization and related organizations
		Individual trustee or director	Institutional trustee	Officer	Key employee	Highest compensated employee	Former			
DIANE BRIGHAM EXECUTIVE DIRECTOR	35.00	X		X			135,000.	0.	20,888.	
MARTIN SKLAR PRESIDENT	1.00	X		X			0.	0.	0.	
CHARLES FRY VICE PRESIDENT	1.00	X		X			0.	0.	0.	
ROBIN KALOTA TREASURER	1.00	X		X			0.	0.	0.	
WAYNE HUNT SECRETARY	1.00	X		X			0.	0.	0.	
MARSHALL AYERS DIRECTOR	1.00	X					0.	0.	0.	
JOHNNY LAI DIRECTOR	1.00	X					0.	0.	0.	
MICHELLE LUND DIRECTOR	1.00	X					0.	0.	0.	
KATHY MANGUM DIRECTOR	1.00	X					0.	0.	0.	
EDWARD NOWAK DIRECTOR	1.00	X					0.	0.	0.	
JEFF GANTER DIRECTOR	1.00	X					0.	0.	0.	
BOB ROGERS DIRECTOR	1.00	X					0.	0.	0.	
LEAH SKLAR DIRECTOR	1.00	X					0.	0.	0.	
FRANK STANEK DIRECTOR	1.00	X					0.	0.	0.	
RUTH WEISBERG DIRECTOR	1.00	X					0.	0.	0.	
MARISA REISEL DIRECTOR	1.00	X					0.	0.	0.	
DAVID PRICE DIRECTOR	1.00	X					0.	0.	0.	

Part VIII Statement of Revenue

Check if Schedule O contains a response or note to any line in this Part VIII X

		(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512 - 514	
Contributions, Gifts, Grants and Other Similar Amounts	1 a Federated campaigns	1a				
	b Membership dues	1b				
	c Fundraising events	1c 149,238.				
	d Related organizations	1d				
	e Government grants (contributions)	1e 61,718.				
	f All other contributions, gifts, grants, and similar amounts not included above	1f 1,086,952.				
	g Noncash contributions included in lines 1a-1f: \$	29,394.				
	h Total. Add lines 1a-1f	▶ 1,297,908.				
	Program Service Revenue	2 a _____	Business Code			
		b _____				
c _____						
d _____						
e _____						
f All other program service revenue						
g Total. Add lines 2a-2f		▶				
Other Revenue	3 Investment income (including dividends, interest, and other similar amounts)	▶ 68,159.			68,159.	
	4 Income from investment of tax-exempt bond proceeds	▶				
	5 Royalties	▶				
	6 a Gross rents	(i) Real				
		(ii) Personal				
		b Less: rental expenses				
		c Rental income or (loss)				
	d Net rental income or (loss)	▶				
	7 a Gross amount from sales of assets other than inventory	(i) Securities	19,158.			
		(ii) Other	11,200.			
		b Less: cost or other basis and sales expenses	19,038.	0.		
		c Gain or (loss)	120.	11,200.		
	d Net gain or (loss)	▶ 11,320.			11,320.	
	8 a Gross income from fundraising events (not including \$ 149,238. of contributions reported on line 1c). See Part IV, line 18	a 105,467.				
		b Less: direct expenses	77,861.			
c Net income or (loss) from fundraising events		▶ 27,606.			27,606.	
9 a Gross income from gaming activities. See Part IV, line 19	a					
	b Less: direct expenses					
	c Net income or (loss) from gaming activities	▶				
10 a Gross sales of inventory, less returns and allowances	a 2,253.					
	b Less: cost of goods sold	2,167.				
	c Net income or (loss) from sales of inventory	▶ 86.			86.	
Miscellaneous Revenue		Business Code				
11 a MISCELLANEOUS	900099	2,316.			2,316.	
	b _____					
	c _____					
	d All other revenue					
	e Total. Add lines 11a-11d	▶ 2,316.				
12 Total revenue. See instructions.	▶ 1,407,395.	0.	0.	109,487.		

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX

Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	600.	600.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	4,400.	4,400.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees	155,888.	132,505.	7,794.	15,589.
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages	358,007.	253,665.	62,875.	41,467.
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)	5,250.	4,718.	518.	14.
9 Other employee benefits	37,612.	22,802.	8,730.	6,080.
10 Payroll taxes	44,088.	33,066.	6,172.	4,850.
11 Fees for services (non-employees):				
a Management				
b Legal	251,496.		251,496.	
c Accounting	12,800.	9,600.	1,792.	1,408.
d Lobbying				
e Professional fundraising services. See Part IV, line 17	640.			640.
f Investment management fees				
g Other. (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O.)	48,039.	34,527.	12,612.	900.
12 Advertising and promotion				
13 Office expenses				
14 Information technology	27,801.	20,851.	3,892.	3,058.
15 Royalties				
16 Occupancy	34,789.	26,092.	4,870.	3,827.
17 Travel	6,423.	6,038.	64.	321.
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest	22,969.		22,969.	
21 Payments to affiliates				
22 Depreciation, depletion, and amortization	5,994.	4,496.	839.	659.
23 Insurance	10,468.	7,851.	1,466.	1,151.
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a ART CLASS SUPPLIES	71,718.	70,552.	653.	513.
b MISCELLANEOUS	31,969.	14,946.	2,212.	14,811.
c PRINTING AND COPYING	21,561.	14,015.	1,509.	6,037.
d POSTAGE AND SHIPPING	11,110.	5,348.	621.	5,141.
e All other expenses	7,422.	5,567.	1,039.	816.
25 Total functional expenses. Add lines 1 through 24e	1,171,044.	671,639.	392,123.	107,282.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here if following SOP 98-2 (ASC 958-720)

Part X Balance Sheet

Check if Schedule O contains a response or note to any line in this Part X

		(A) Beginning of year		(B) End of year	
Assets	1 Cash - non-interest-bearing	235,791.	1	525,671.	
	2 Savings and temporary cash investments	76,385.	2	211,122.	
	3 Pledges and grants receivable, net	222,195.	3	411,806.	
	4 Accounts receivable, net	334.	4	560.	
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L		5		
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L		6		
	7 Notes and loans receivable, net	457,033.	7		
	8 Inventories for sale or use	12,454.	8	11,738.	
	9 Prepaid expenses and deferred charges	10,078.	9	12,639.	
	10a Land, buildings, and equipment: cost or other basis. Complete Part VI of Schedule D	10a 73,097.			
	b Less: accumulated depreciation	10b 62,319.	5,292.	10c 10,778.	
	11 Investments - publicly traded securities	875,862.	11	842,714.	
	12 Investments - other securities. See Part IV, line 11	1,018,702.	12	479,439.	
	13 Investments - program-related. See Part IV, line 11		13		
	14 Intangible assets		14		
	15 Other assets. See Part IV, line 11		15		
16 Total assets. Add lines 1 through 15 (must equal line 34)	2,914,126.	16	2,506,467.		
Liabilities	17 Accounts payable and accrued expenses	111,796.	17	52,390.	
	18 Grants payable		18		
	19 Deferred revenue		19		
	20 Tax-exempt bond liabilities		20		
	21 Escrow or custodial account liability. Complete Part IV of Schedule D		21		
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L		22		
	23 Secured mortgages and notes payable to unrelated third parties	606,208.	23		
	24 Unsecured notes and loans payable to unrelated third parties		24		
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D		25		
	26 Total liabilities. Add lines 17 through 25	718,004.	26	52,390.	
Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here <input checked="" type="checkbox"/> and complete lines 27 through 29, and lines 33 and 34.				
	27 Unrestricted net assets	<210,633.>	27	<284,143.>	
	28 Temporarily restricted net assets	304,635.	28	635,975.	
	29 Permanently restricted net assets	2,102,120.	29	2,102,245.	
	Organizations that do not follow SFAS 117 (ASC 958), check here <input type="checkbox"/> and complete lines 30 through 34.				
	30 Capital stock or trust principal, or current funds		30		
	31 Paid-in or capital surplus, or land, building, or equipment fund		31		
	32 Retained earnings, endowment, accumulated income, or other funds		32		
33 Total net assets or fund balances	2,196,122.	33	2,454,077.		
34 Total liabilities and net assets/fund balances	2,914,126.	34	2,506,467.		

Part XI Reconciliation of Net Assets

Check if Schedule O contains a response or note to any line in this Part XI

1	Total revenue (must equal Part VIII, column (A), line 12)	1	1,407,395.
2	Total expenses (must equal Part IX, column (A), line 25)	2	1,171,044.
3	Revenue less expenses. Subtract line 2 from line 1	3	236,351.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	2,196,122.
5	Net unrealized gains (losses) on investments	5	41,129.
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	<19,525.>
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year. Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	2,454,077.

Part XII Financial Statements and Reporting

Check if Schedule O contains a response or note to any line in this Part XII

		Yes	No
1	Accounting method used to prepare the Form 990: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other _____ If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O.		
2a	Were the organization's financial statements compiled or reviewed by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both: <input type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis		X
2b	Were the organization's financial statements audited by an independent accountant? If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both: <input checked="" type="checkbox"/> Separate basis <input type="checkbox"/> Consolidated basis <input type="checkbox"/> Both consolidated and separate basis	X	
2c	If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant? If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.	X	
3a	As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?		X
3b	If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits		

Form 990 (2013)

SCHEDULE A
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Public Charity Status and Public Support

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public Inspection

Name of the organization THE RYMAN-CARROLL FOUNDATION	Employer identification number 95-1051084
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Part I Reason for Public Charity Status (All organizations must complete this part.) See instructions.

The organization is not a private foundation because it is: (For lines 1 through 11, check only one box.)

- 1 A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i)**.
- 2 A school described in **section 170(b)(1)(A)(ii)**. (Attach Schedule E.)
- 3 A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii)**.
- 4 A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii)**. Enter the hospital's name, city, and state: _____
- 5 An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv)**. (Complete Part II.)
- 6 A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v)**.
- 7 An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 8 A community trust described in **section 170(b)(1)(A)(vi)**. (Complete Part II.)
- 9 An organization that normally receives: (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975. See **section 509(a)(2)**. (Complete Part III.)
- 10 An organization organized and operated exclusively to test for public safety. See **section 509(a)(4)**.
- 11 An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2). See **section 509(a)(3)**. Check the box that describes the type of supporting organization and complete lines 11e through 11h.
 - a Type I b Type II c Type III - Functionally integrated d Type III - Non-functionally integrated
- e By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in section 509(a)(1) or section 509(a)(2).
- f If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box
- g Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

	Yes	No
(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?	11g(i)	
(ii) A family member of a person described in (i) above?	11g(ii)	
(iii) A 35% controlled entity of a person described in (i) or (ii) above?	11g(iii)	
- h Provide the following information about the supported organization(s).

(i) Name of supported organization	(ii) EIN	(iii) Type of organization (described on lines 1-9 above or IRC section (see instructions))	(iv) Is the organization in col. (i) listed in your governing document?		(v) Did you notify the organization in col. (i) of your support?		(vi) Is the organization in col. (i) organized in the U.S.?		(vii) Amount of monetary support
			Yes	No	Yes	No	Yes	No	
Total									

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	807,384.	503,495.	632,123.	819,303.	1297908.	4060213.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	807,384.	503,495.	632,123.	819,303.	1297908.	4060213.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						824,119.
6 Public support. Subtract line 5 from line 4.						3236094.

Section B. Total Support

Calendar year (or fiscal year beginning in) ▶	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	807,384.	503,495.	632,123.	819,303.	1297908.	4060213.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	115,903.	128,261.	94,285.	51,685.	45,540.	435,674.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)	5,050.	5,431.	4,185.	2,547.	2,316.	19,529.
11 Total support. Add lines 7 through 10						4515416.
12 Gross receipts from related activities, etc. (see instructions)					12	471,410.
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here						<input type="checkbox"/>

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	71.67 %
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	74.11 %
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input checked="" type="checkbox"/>	
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization	<input type="checkbox"/>	
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions	<input type="checkbox"/>	

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support. (Subtract line 7c from line 6.)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11, and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and **stop here**

Section C. Computation of Public Support Percentage

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15	%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16	%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17	%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18	%

19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

b 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and **stop here**. The organization qualifies as a publicly supported organization

20 Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions

Part IV Supplemental Information. Provide the explanations required by Part II, line 10; Part II, line 17a or 17b; and Part III, line 12.

Also complete this part for any additional information. (See instructions).

SCHEDULE A, PART II, LINE 10, EXPLANATION FOR OTHER INCOME:

MISCELLANEOUS FEES/INCOME

2009 AMOUNT: \$ 5,050.

2010 AMOUNT: \$ 5,431.

2011 AMOUNT: \$ 4,185.

2012 AMOUNT: \$ 2,547.

2013 AMOUNT: \$ 2,316.

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ **Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.**
▶ **Attach to Form 990.**

▶ **Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990**

OMB No. 1545-0047

2013

Open to Public Inspection

Name of the organization THE RYMAN-CARROLL FOUNDATION **Employer identification number** 95-1051084

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6.

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year		
2 Aggregate contributions to (during year)		
3 Aggregate grants from (during year)		
4 Aggregate value at end of year		
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		<input type="checkbox"/> Yes <input type="checkbox"/> No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		<input type="checkbox"/> Yes <input type="checkbox"/> No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7.

1 Purpose(s) of conservation easements held by the organization (check all that apply).
 Preservation of land for public use (e.g., recreation or education) Preservation of an historically important land area
 Protection of natural habitat Preservation of a certified historic structure
 Preservation of open space

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year.

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds?

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)?

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8.

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items.

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1

(ii) Assets included in Form 990, Part X

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1

b Assets included in Form 990, Part X

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items

(check all that apply):

- a Public exhibition
- b Scholarly research
- c Preservation for future generations
- d Loan or exchange programs
- e Other _____

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII.

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets to be sold to raise funds rather than to be maintained as part of the organization's collection? Yes No

Part IV Escrow and Custodial Arrangements. Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X? Yes No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

	Amount
c Beginning balance	1c
d Additions during the year	1d
e Distributions during the year	1e
f Ending balance	1f

2a Did the organization include an amount on Form 990, Part X, line 21? Yes No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

Part V Endowment Funds. Complete if the organization answered "Yes" to Form 990, Part IV, line 10.

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance	2,055,027.	1,905,234.	1,973,586.	1,814,360.	1,224,262.
b Contributions	125.	44,504.	110,590.	7,227.	382,555.
c Net investment earnings, gains, and losses	76,333.	105,289.	<107,942.>	213,534.	270,543.
d Grants or scholarships					
e Other expenditures for facilities and programs			71,000.	61,535.	63,000.
f Administrative expenses					
g End of year balance	2,131,485.	2,055,027.	1,905,234.	1,973,586.	1,814,360.

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as:

- a Board designated or quasi-endowment 0.00 %
- b Permanent endowment 98.63 %
- c Temporarily restricted endowment 1.37 %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by:

	Yes	No
(i) unrelated organizations	<input type="checkbox"/>	<input checked="" type="checkbox"/>
(ii) related organizations	<input type="checkbox"/>	<input checked="" type="checkbox"/>

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

4 Describe in Part XIII the intended uses of the organization's endowment funds.

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10.

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land				
b Buildings				
c Leasehold improvements				
d Equipment		73,097.	62,319.	10,778.
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).) 10,778.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A) PARTNERSHIP INTEREST	479,439.	END-OF-YEAR MARKET VALUE
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.)	479,439.	

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation: Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.)		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.)	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.)	

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII

Part XI Reconciliation of Revenue per Audited Financial Statements With Revenue per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total revenue, gains, and other support per audited financial statements	1	1,468,983.
2	Amounts included on line 1 but not on Form 990, Part VIII, line 12:		
a	Net unrealized gains on investments	2a	41,129.
b	Donated services and use of facilities	2b	20,459.
c	Recoveries of prior year grants	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	61,588.
3	Subtract line 2e from line 1	3	1,407,395.
4	Amounts included on Form 990, Part VIII, line 12, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total revenue. Add lines 3 and 4c . (This must equal Form 990, Part I, line 12.)	5	1,407,395.

Part XII Reconciliation of Expenses per Audited Financial Statements With Expenses per Return.

Complete if the organization answered "Yes" to Form 990, Part IV, line 12a.

1	Total expenses and losses per audited financial statements	1	1,191,503.
2	Amounts included on line 1 but not on Form 990, Part IX, line 25:		
a	Donated services and use of facilities	2a	20,459.
b	Prior year adjustments	2b	
c	Other losses	2c	
d	Other (Describe in Part XIII.)	2d	
e	Add lines 2a through 2d	2e	20,459.
3	Subtract line 2e from line 1	3	1,171,044.
4	Amounts included on Form 990, Part IX, line 25, but not on line 1:		
a	Investment expenses not included on Form 990, Part VIII, line 7b	4a	
b	Other (Describe in Part XIII.)	4b	
c	Add lines 4a and 4b	4c	0.
5	Total expenses. Add lines 3 and 4c . (This must equal Form 990, Part I, line 18.)	5	1,171,044.

Part XIII Supplemental Information.

Provide the descriptions required for Part II, lines 3, 5, and 9; Part III, lines 1a and 4; Part IV, lines 1b and 2b; Part V, line 4; Part X, line 2; Part XI, lines 2d and 4b; and Part XII, lines 2d and 4b. Also complete this part to provide any additional information.

PART III, LINE 1A:

EXPLANATION: RYMAN-CARROLL FOUNDATION'S ART COLLECTION, WHICH WAS ACQUIRED THROUGH CONTRIBUTIONS SINCE THE ORGANIZATION'S INCEPTION, IS NOT RECOGNIZED AS ASSETS ON THE STATEMENT OF FINANCIAL POSITION. PURCHASES OF COLLECTION ITEMS ARE RECORDED AS DECREASES IN UNRESTRICTED NET ASSETS IN THE YEAR IN WHICH THE ITEMS ARE ACQUIRED OR AS TEMPORARILY RESTRICTED NET ASSETS IF THE ASSETS USED TO PURCHASE THE ITEMS ARE RESTRICTED BY DONORS. CONTRIBUTED ITEMS ARE NOT REFLECTED ON THE FINANCIAL STATEMENTS. PROCEEDS FROM SALES OF ART COLLECTION, DE-ACCESSIONS, OR INSURANCE RECOVERIES ARE REFLECTED AS INCREASES IN THE APPROPRIATE NET ASSET CLASSES.

PART V, LINE 4:

Part XIII Supplemental Information (continued)

EXPLANATION: THE ENDOWMENT FUND WAS ESTABLISHED TO SUPPORT THE LONG TERM OPERATIONS OF THE ORGANIZATION. CONTRIBUTIONS WERE MADE AT INCEPTION AND CONTINUE TO BE MADE BY DONORS.

PART X, LINE 2:

EXPLANATION: RYMAN ARTS EVALUATES ITS UNCERTAIN TAX POSITIONS USING PROVISIONS IN CONFORMITY WITH U.S. GAAP. ACCORDINGLY, A LOSS CONTINGENCY IS RECOGNIZED WHEN IT IS PROBABLE THAT A LIABILITY HAS BEEN INCURRED AS OF THE DATE OF THE FINANCIAL STATEMENTS, AND THE AMOUNT OF THE LOSS CAN BE REASONABLY ESTIMATED. THE AMOUNT RECOGNIZED IS SUBJECT TO ESTIMATE AND MANAGEMENT JUDGMENT WITH RESPECT TO THE LIKELY OUTCOME OF EACH UNCERTAIN TAX POSITION. THE AMOUNT THAT IS ULTIMATELY SUSTAINED FOR AN INDIVIDUAL UNCERTAIN TAX POSITION OR FOR ALL UNCERTAIN TAX POSITIONS IN THE AGGREGATE COULD DIFFER FROM THE AMOUNT RECOGNIZED. FOR THE YEAR ENDED DECEMBER 31, 2013, MANAGEMENT BELIEVES THE INCOME TAX POSITIONS TAKEN MORE LIKELY THAN NOT WILL BE SUSTAINED UNDER EXAMINATION BY THE APPLICABLE TAX AUTHORITIES. SINCE TAX MATTERS ARE SUBJECT TO SOME DEGREE OF UNCERTAINTY, THERE CAN BE NO ASSURANCE THAT RYMAN ARTS' TAX RETURNS WILL NOT BE CHALLENGED BY THE TAXING AUTHORITIES AND THAT RYMAN ARTS WILL NOT BE SUBJECT TO ADDITIONAL TAX, PENALTIES, AND INTEREST AS A RESULT OF SUCH CHALLENGE. GENERALLY, RYMAN ARTS' TAX RETURNS REMAIN OPEN FOR THREE YEARS FOR FEDERAL INCOME TAX EXAMINATION AND FOUR YEARS FOR STATE INCOME TAX EXAMINATION.

SCHEDULE G
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information Regarding Fundraising or Gaming Activities

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Attach to Form 990 or Form 990-EZ.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open To Public Inspection

Name of the organization

THE RYMAN-CARROLL FOUNDATION

Employer identification number

95-1051084

Part I Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

1 Indicate whether the organization raised funds through any of the following activities. Check all that apply.

- a** Mail solicitations
- b** Internet and email solicitations
- c** Phone solicitations
- d** In-person solicitations
- e** Solicitation of non-government grants
- f** Solicitation of government grants
- g** Special fundraising events

2 a Did the organization have a written or oral agreement with any individual (including officers, directors, trustees or key employees listed in Form 990, Part VII) or entity in connection with professional fundraising services? Yes No

b If "Yes," list the ten highest paid individuals or entities (fundraisers) pursuant to agreements under which the fundraiser is to be compensated at least \$5,000 by the organization.

(i) Name and address of individual or entity (fundraiser)	(ii) Activity	(iii) Did fundraiser have custody or control of contributions?		(iv) Gross receipts from activity	(v) Amount paid to (or retained by) fundraiser listed in col. (i)	(vi) Amount paid to (or retained by) organization
		Yes	No			
Total				▶		

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing.

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

		(a) Event #1	(b) Event #2	(c) Other events	(d) Total events (add col. (a) through col. (c))
		AFFAIR OF THE ART (event type)	OTHER EVENTS (event type)	NONE (total number)	
Revenue	1 Gross receipts	195,084.	59,621.		254,705.
	2 Less: Contributions	103,341.	45,897.		149,238.
	3 Gross income (line 1 minus line 2)	91,743.	13,724.		105,467.
Direct Expenses	4 Cash prizes				
	5 Noncash prizes				
	6 Rent/facility costs	20,805.			20,805.
	7 Food and beverages	13,596.			13,596.
	8 Entertainment	1,305.			1,305.
	9 Other direct expenses	39,467.	2,688.		42,155.
	10 Direct expense summary. Add lines 4 through 9 in column (d)				77,861.
	11 Net income summary. Subtract line 10 from line 3, column (d)				27,606.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

		(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col. (a) through col. (c))
		1 Gross revenue			
Direct Expenses	2 Cash prizes				
	3 Noncash prizes				
	4 Rent/facility costs				
	5 Other direct expenses				
	6 Volunteer labor	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	<input type="checkbox"/> Yes _____ % <input type="checkbox"/> No	
7 Direct expense summary. Add lines 2 through 5 in column (d)					
8 Net gaming income summary. Subtract line 7 from line 1, column (d)					

9 Enter the state(s) in which the organization operates gaming activities: _____
a Is the organization licensed to operate gaming activities in each of these states? Yes No
b If "No," explain: _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year? Yes No
b If "Yes," explain: _____

- 11** Does the organization operate gaming activities with nonmembers? Yes No
- 12** Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming? Yes No
- 13** Indicate the percentage of gaming activity operated in:
- | | | |
|--------------------------------------|------------|---|
| a The organization's facility | 13a | % |
| b An outside facility | 13b | % |

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records:

Name ▶ _____

Address ▶ _____

- 15a** Does the organization have a contract with a third party from whom the organization receives gaming revenue? Yes No
- b** If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____ .
- c** If "Yes," enter name and address of the third party:

Name ▶ _____

Address ▶ _____

16 Gaming manager information:

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

Director/officer Employee Independent contractor

17 Mandatory distributions:

- a** Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license? Yes No
- b** Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions).

SCHEDULE J (Form 990)

Compensation Information

For certain Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees

Complete if the organization answered "Yes" on Form 990, Part IV, line 23. Attach to Form 990. See separate instructions.

Information about Schedule J (Form 990) and its instructions is at www.irs.gov/form990

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury Internal Revenue Service

Name of the organization

THE RYMAN-CARROLL FOUNDATION

Employer identification number 95-1051084

Part I Questions Regarding Compensation

Table with 3 columns: Question, Yes, No. Rows include questions 1a through 9 regarding compensation details, with 'X' marks in the Yes/No columns for specific items.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990.

Schedule J (Form 990) 2013

Part II Officers, Directors, Trustees, Key Employees, and Highest Compensated Employees. Use duplicate copies if additional space is needed.

For each individual whose compensation must be reported in Schedule J, report compensation from the organization on row (i) and from related organizations, described in the instructions, on row (ii). Do not list any individuals that are not listed on Form 990, Part VII.

Note. The sum of columns (B)(i)-(iii) for each listed individual must equal the total amount of Form 990, Part VII, Section A, line 1a, applicable column (D) and (E) amounts for that individual.

(A) Name and Title		(B) Breakdown of W-2 and/or 1099-MISC compensation			(C) Retirement and other deferred compensation	(D) Nontaxable benefits	(E) Total of columns (B)(i)-(D)	(F) Compensation reported as deferred in prior Form 990
		(i) Base compensation	(ii) Bonus & incentive compensation	(iii) Other reportable compensation				
DIANE BRIGHAM EXECUTIVE DIRECTOR	(i)	135,000.	0.	0.	7,520.	13,368.	155,888.	0.
	(ii)	0.	0.	0.	0.	0.	0.	0.
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
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	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							
	(i)							
	(ii)							

**SCHEDULE M
(Form 990)**

Noncash Contributions

OMB No. 1545-0047

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

- ▶ Complete if the organizations answered "Yes" on Form 990, Part IV, lines 29 or 30.
- ▶ Attach to Form 990.
- ▶ Information about Schedule M (Form 990) and its instructions is at www.irs.gov/form990

Name of the organization **THE RYMAN-CARROLL FOUNDATION** Employer identification number **95-1051084**

Part I Types of Property

	(a) Check if applicable	(b) Number of contributions or items contributed	(c) Noncash contribution amounts reported on Form 990, Part VIII, line 1g	(d) Method of determining noncash contribution amounts
1 Art - Works of art				
2 Art - Historical treasures				
3 Art - Fractional interests				
4 Books and publications				
5 Clothing and household goods				
6 Cars and other vehicles				
7 Boats and planes				
8 Intellectual property				
9 Securities - Publicly traded				
10 Securities - Closely held stock				
11 Securities - Partnership, LLC, or trust interests				
12 Securities - Miscellaneous	X	4	17,019.	NYSE QUOTES
13 Qualified conservation contribution - Historic structures				
14 Qualified conservation contribution - Other				
15 Real estate - Residential				
16 Real estate - Commercial				
17 Real estate - Other				
18 Collectibles				
19 Food inventory				
20 Drugs and medical supplies				
21 Taxidermy				
22 Historical artifacts				
23 Scientific specimens				
24 Archeological artifacts				
25 Other ▶ (<u>CLASSROOM SUP</u>)	X	1	12,375.	FAIR MARKET VALUE
26 Other ▶ (_____)				
27 Other ▶ (_____)				
28 Other ▶ (_____)				

29 Number of Forms 8283 received by the organization during the tax year for contributions for which the organization completed Form 8283, Part IV, Donee Acknowledgement **29**

	Yes	No
30a During the year, did the organization receive by contribution any property reported in Part I, lines 1 - 28, that it must hold for at least three years from the date of the initial contribution, and which is not required to be used for exempt purposes for the entire holding period?		X
b If "Yes," describe the arrangement in Part II.		
31 Does the organization have a gift acceptance policy that requires the review of any non-standard contributions?		X
32a Does the organization hire or use third parties or related organizations to solicit, process, or sell noncash contributions?		X
b If "Yes," describe in Part II.		
33 If the organization did not report an amount in column (c) for a type of property for which column (a) is checked, describe in Part II.		

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

THE RYMAN-CARROLL FOUNDATION

Employer identification number

95-1051084

FORM 990 PART I LINE 1:

EXPLANATION: THE RYMAN CARROLL FOUNDATION (DBA: RYMAN ARTS) IS:

MEETING A VITAL NEED TO FOSTER THE EDUCATION OF YOUNG ARTISTS

- PROVIDES PROFESSIONAL FINE ART CLASSES, FREE OF CHARGE, TO GIFTED

TEENS.

- MORE THAN 80% OF OUR STUDENTS ARE FROM LOW-INCOME FAMILIES.

- FILL THE GAP LEFT BY THE DRAMATIC DECLINE IN HIGH SCHOOL ART

PROGRAMS.

TRANSFORMING LIVES BY CREATING OPPORTUNITIES FOR ARTISTIC AND PERSONAL

GROWTH

- OPEN TO ANY HIGH SCHOOL STUDENT WITH TALENT, PASSION AND MOTIVATION.

- 98% OF STUDENTS GO ON TO HIGHER EDUCATION -- MANY ARE THE FIRST IN

THEIR FAMILIES.

- STUDENTS ARE CHALLENGED WITH RIGOROUS TRAINING, MENTORED BY WORKING

ARTISTS, AND INSPIRED TO BUILD THE SKILLS, DISCIPLINE AND CONFIDENCE

FOR COLLEGE AND BEYOND.

INVESTING IN THE FUTURE TO ENSURE A THRIVING CREATIVE ECONOMY

- A DIVERSE COMMUNITY OF ACCOMPLISHED YOUNG ARTISTS WHO INVIGORATE THE

ARTS.

- ALUMNI PURSUE PROFESSIONAL CAREERS IN THE CREATIVE FIELDS OF GRAPHIC

DESIGN, ARCHITECTURE, ENTERTAINMENT, FINE ART, FASHION AND OTHERS.

- IDENTIFIES AND CONNECTS NEW TALENT WITH BUSINESS AND THE COMMUNITY

THROUGH INTERNSHIPS AND OTHER CAREER PROGRAMS.

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2013)

332211
09-04-13

Name of the organization THE RYMAN-CARROLL FOUNDATION	Employer identification number 95-1051084
--	--

FORM 990, PART III, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

SEE SCHEDULE O FOR CONTINUATION OF PRIMARY MISSION.

FORM 990 PART III LINE 1:

EXPLANATION: RYMAN CARROLL FOUNDATION OFFERS PROFESSIONAL STUDIO ART INSTRUCTION, FREE OF CHARGE, TO ARTISTIC YOUTH WHO ARE SERIOUS ABOUT A FUTURE IN ART. STUDENTS ARE CHALLENGED WITH RIGOROUS DRAWING AND PAINTING CLASSES, MENTORED BY WORKING ARTISTS, INVOLVED IN COMMUNITY ART ACTIVITIES, AND INSPIRED TO BUILD THE SKILLS, DISCIPLINE AND CONFIDENCE FOR COLLEGE AND BEYOND. TO FOSTER A CREATIVE COLLEGE-GOING ATMOSPHERE, CLASSES ARE HELD IN THE STUDIOS OF OTIS COLLEGE OF ART & DESIGN IN LOS ANGELES, AND AT CALIFORNIA STATE UNIVERSITY, FULLERTON IN ORANGE COUNTY. THIS VIBRANT COMMUNITY OF CULTURALLY DIVERSE TEENS FROM OVER 150 NEIGHBORHOODS ACROSS SOUTHERN CALIFORNIA HAS EVOLVED INTO ONE OF THE NATION'S TOP YOUTH ARTS PROGRAMS. ALMOST ALL GO ON TO COLLEGE, MANY ALUMNI WORK IN THE CREATIVE INDUSTRIES, AND ALL ARE POISED FOR PERSONAL AND ARTISTIC SUCCESS. OVER THE PAST TWENTY-FIVE YEARS, RYMAN ARTS HAS HARNESSSED THE TALENT AND PROMISE OF OVER 21,000 YOUTH, WHO WOULD OTHERWISE NOT HAVE ACCESS TO ADVANCED ART EDUCATION, THROUGH ITS CORE PROGRAM AND OUTREACH EFFORTS.

DRAWN FROM ALL COMMUNITIES IN SOUTHERN CALIFORNIA, THE COMPETITIVELY SELECTED STUDIO CLASSES ARE ORGANIZED INTO 12-WEEK SPRING AND FALL SEMESTERS. EACH SELECTED STUDENT RECEIVES A SCHOLARSHIP THAT COVERS THE ENTIRE COST OF INSTRUCTION, ART MATERIALS, GUEST ARTISTS, MODELS, FIELD TRIPS, AND, WHEN NEEDED, PUBLIC TRANSPORTATION. CLASSES ARE OPEN TO ALL HIGH SCHOOL STUDENTS IN 9TH-12TH GRADES IN PUBLIC, PRIVATE, AND

Name of the organization THE RYMAN-CARROLL FOUNDATION	Employer identification number 95-1051084
--	--

PAROCHIAL SCHOOLS THROUGHOUT SOUTHERN CALIFORNIA. THE PROGRAM DOES EXTENSIVE OUTREACH TO UNDER-SERVED HIGH SCHOOLS AND COMMUNITIES TO ENSURE THAT THEY REACH STUDENTS WHO MAY HAVE NO OTHER OPPORTUNITIES TO DEVELOP THEIR POTENTIAL. RYMAN ARTS ALSO PROVIDES COLLEGE GUIDANCE SERVICES, INCLUDING ONE-ON-ONE COUNSELING, APPLICATION WORKSHOPS, AND A COLLEGE DAY WITH REPRESENTATIVES FROM ART SCHOOLS AND UNIVERSITIES WHO REVIEW EACH STUDENT'S PORTFOLIO.

AS A RESULT OF THEIR PARTICIPATION, TEENS:

1. ACHIEVE SIGNIFICANT ARTISTIC SKILL DEVELOPMENT;
2. ARE PREPARED TO PURSUE VISUAL ART IN HIGHER EDUCATION AND AS A CAREER;
3. GAIN A DEEPER SENSE OF THEMSELVES AS ARTISTS;
4. DEVELOP THEIR PERSONAL STRENGTHS IN AREAS INCLUDING SELF-CONFIDENCE, WORK HABITS, RISK-TAKING, PERSEVERANCE, AND GOAL ATTAINMENT.

FORM 990, PART III, LINE 4A, PROGRAM SERVICE ACCOMPLISHMENTS:

IN 2013, RYMAN ARTS SERVED 419 YOUNG ARTISTS IN ITS CORE WEEKEND PROGRAM, REACHED APPROXIMATELY 4,350 IN ITS OUTREACH PROGRAMS IN LOCAL URBAN SCHOOLS, AND SERVED NUMEROUS ALUMNI THROUGH INTERNSHIPS AND PART TIME JOBS.

- 45% OF THE ENROLLED STUDENTS CAME FROM TITLE I HIGH SCHOOLS.
- THE RETENTION RATE FOR STUDENTS IN THE CORE PROGRAM WAS 95%.
- 96% OF GRADUATING STUDENTS REPORTED ACCEPTANCES AT COLLEGES AND ART SCHOOLS. ART CENTER COLLEGE OF DESIGN AND OTIS COLLEGE OF ART & DESIGN BOTH OFFERED SCHOLARSHIPS DESIGNATED FOR RYMAN ARTS GRADUATES

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- RYMAN ARTS COORDINATED 3 PAID INTERNSHIPS FOR ALUMNI AT CREATIVE BUSINESSES.

- THE CLASS OF 2013 FINISHED THE ACADEMIC YEAR WITH A PROFESSIONAL EXHIBITION AT THE CALIFORNIA AFRICAN AMERICAN MUSEUM WHERE OVER 200 WORKS WERE DISPLAYED IN THE GALLERIES. OTHER EXHIBITIONS OF STUDENT WORK WERE HELD AT THE GRAND CENTRAL ART CENTER IN SANTA ANA AND FARM STAND RESTAURANT IN EL SEGUNDO.

RYMAN ARTS SPEARHEADED THE FOURTH ANNUAL THE BIG DRAW LA, A MONTH-LONG SERIES OF 75+ FREE, PUBLIC ART MAKING EVENTS ACROSS LOS ANGELES COUNTY AT SCHOOLS, GALLERIES, PARKS, AND MUSEUMS; THIS INCLUDED THE 2013 "MAKE YOUR MARK IN THE PARK" FLAGSHIP EVENT AT GRAND PARK IN DOWNTOWN LOS ANGELES.

FORM 990, PART VI, SECTION A, LINE 2:

EXPLANATION: MARTIN SKLAR, PRESIDENT, AND LEAH SKLAR, DIRECTOR, ARE MARRIED.

FORM 990, PART VI, SECTION B, LINE 11:

EXPLANATION: THE FORM 990 IS REVIEWED BY THE OPERATIONS MANAGER, THE EXECUTIVE DIRECTOR, AND THE BOARD TREASURER AND PRESENTED TO THE FULL BOARD FOR REVIEW AND ACCEPTANCE PRIOR TO BEING FINALIZED. IN DEPTH REVIEW IS DONE BY THE OPERATIONS MANAGER, EXECUTIVE DIRECTOR, AND THE BOARD TREASURER IN DRAFT FORM. THE DRAFT IS THEN DISTRIBUTED TO ALL BOARD MEMBERS ELECTRONICALLY PRIOR TO BEING FILED SO THAT THE BOARD MEMBERS WILL HAVE THE OPPORTUNITY TO REVIEW IT AND ADDRESS ANY QUESTIONS TO THE EXECUTIVE DIRECTOR, TREASURER, AND TAX PREPARER.

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FORM 990, PART VI, SECTION B, LINE 12C:

EXPLANATION: EXECUTIVE DIRECTOR AND PRESIDENT REVIEW ALL DISCLOSURES.
PRESIDENT ADDRESSES ANY POTENTIAL CONFLICTS DIRECTLY.

FORM 990, PART VI, SECTION B, LINE 15A:

EXPLANATION: USED OUTSIDE CONSULTANT TO RECOMMEND COMPENSATION BASED ON
FIELD SURVEYS, REVISED AND APPROVED BY FULL BOARD.

FORM 990, PART VI, SECTION C, LINE 19:

EXPLANATION: AVAILABLE UPON REQUEST.

FORM 990 PART VIII LINE 3:

EXPLANATION: INVESTMENT INCOME CONSIST OF THE FOLLOWING:
INTEREST INCOME FROM NOTE RECEIVABLE FROM RELATED PARTY (PAID OFF IN
AUGUST 2013) - THE MOIRA BYRNE FOSTER FOUNDATION \$33,075.

FORM 990 PART XI LINE 9:

EXPLANATION: ADJUSTMENTS IDENTIFIED SUBSEQUENT TO THE FILING OF 2012

FORM 990:

UNREALIZED LOSS IN PARTNERSHIP INTERESTS - -\$19,525

FORM 990 PART XII LINE 2C:

EXPLANATION: RYMAN-CARROLL FOUNDATION HAS AN AUDIT COMMITTEE THAT
ASSUMES THE RESPONSIBILITY FOR OVERSIGHT OF THE AUDIT OF ITS FINANCIAL
STATEMENTS AND SELECTION OF AN INDEPENDENT ACCOUNTANT.

