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

OMB No 1545-0052

2008

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2008, or tax year beginning

, 2008, and ending

, 20

G Check all that apply: ☐ Initial return ☐ Final return ☒ Amended return ☐ Address change ☐ Name change

Use the IRS
label.
Otherwise,
print
or type.
See Specific
Instructions.

Name of foundation

R T VANDERBILT TRUST

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

Room/suite

1525 WEST WT HARRIS BLVD

City or town, state, and ZIP code

CHARLOTTE, NC 28288-5709

A Employer identification number

06-6040981

B Telephone number (see page 10 of the instructions)

(860) 692-7233

C If exemption application is pending, check here ☐

D 1 Foreign organizations, check here ☐

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,803,709.
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the 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)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B.				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	310,206.	310,206.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-194,709.			
b Gross sales price for all assets on line 6a	662,333.			
7 Capital gain net income (from Part IV, line 2)				
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	77.	77.		STMT 3
12 Total. Add lines 1 through 11	115,574.	310,283.		
13 Compensation of officers, directors, trustees, etc.	NONE	NONE		
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule)				
c Other professional fees (attach schedule)	71,913.	71,913.		
17 Interest				
18 Taxes (attach schedule) (see page 14 of the instructions)	21,539.	5,383.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule) STMT. 6	10,576.			10,576.
24 Total operating and administrative expenses. Add lines 13 through 23	104,028.	77,296.		10,576.
25 Contributions, gifts, grants paid	491,100.			491,100.
26 Total expenses and disbursements. Add lines 24 and 25	595,128.	77,296.		501,676.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-479,554.			
b Net investment income (if negative, enter -0-)		232,987.		
c Adjusted net income (if negative, enter -0-)				
Operating and Administrative Expenses				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Form **990-PF** (2008)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		72,022.	87,543.	87,543.
	2	Savings and temporary cash investments		427,724.	50,802.	50,802.
	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 page 15 of the instructions)				
	7	Other notes and loans receivable (attach schedule) ▶ *		*	NONE	
		Less: allowance for doubtful accounts ▶			NONE	NONE
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)			NONE	NONE
	b	Investments - corporate stock (attach schedule)			NONE	NONE
	c	Investments - corporate bonds (attach schedule)			NONE	NONE
	Liabilities	11	Investments - land, buildings, and equipment basis ▶	NONE		
		Less: accumulated depreciation (attach schedule) ▶			NONE	
12		Investments - mortgage loans			NONE	
13		Investments - other (attach schedule)			NONE	6,665,364.
14		Land, buildings, and equipment basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
15		Other assets (describe ▶)	7,560,315.	7,101,733.		NONE
16		Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	8,060,061.	7,240,078.		6,803,709.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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)					
Foundations that follow SFAS 117, check here <input type="checkbox"/>	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	7,074,899.	7,240,078.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	985,162.	NONE		
	30	Total net assets or fund balances (see page 17 of the instructions)	8,060,061.	7,240,078.		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	8,060,061.	7,240,078.			

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	8,060,061.
2	Enter amount from Part I, line 27a	2	-479,554.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,580,507.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	340,429.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	7,240,078.

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 PART IV DETAIL					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
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	-194,709.	
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 pages 13 and 17 of the 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))
2007	460,161.	10,177,982.	0.04521141814
2006	408,091.	8,671,466.	0.04706136194
2005	455,602.	8,487,005.	0.05368230607
2004	426,721.	8,798,528.	0.04849913531
2003	431,945.	8,380,464.	0.05154189553
2 Total of line 1, column (d)			2 0.24599611699
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 0.04919922340
4 Enter the net value of noncharitable-use assets for 2008 from Part X, line 5			4 8,773,526.
5 Multiply line 4 by line 3			5 431,651.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,330.
7 Add lines 5 and 6			7 433,981.
8 Enter qualifying distributions from Part XII, line 4			8 501,676.

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 on page 18.

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 letter _____ (attach copy of ruling 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	2,330.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	2,330.
3 Add lines 1 and 2		4	NONE
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	2,330.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2008 estimated tax payments and 2007 overpayment credited to 2008	6a	13,156.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	2,224.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	15,380.	
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	13,050.	
11 Enter the amount of line 10 to be Credited to 2009 estimated tax <input checked="" type="checkbox"/> 4,660. Refunded <input type="checkbox"/>	11	8,390.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		X
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.		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year. (1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		X
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?		X
If "Yes," attach the statement required by General Instruction T.		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ► STMT 8		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2008 or the taxable year beginning in 2008 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(3)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ Wachovia Bank N.A. Telephone no ▶ (860) 692-7233			
Located at ▶ 1525 WEST WT HARRIS BLVD, CHARLOTTE, NC ZIP + 4 ▶ 28288-5709				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			

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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" 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	
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 2008?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2008, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2008? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see page 20 of the instructions)	2b	X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2008 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2008)	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2008?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) ☒ Yes ☐ No

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

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? ☐ Yes ☒ No **5b** ☒

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☒ Yes ☐ No **STMT 9**

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No **6b** ☒

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **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 page 22 of the instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		-0-	-0-	-0-

2 Compensation of five highest-paid employees (other than those included on line 1 - see page 23 of the 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
NONE		NONE	NONE	NONE

Total number of other employees paid over \$50,000 ☐ **NONE**

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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 page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services **NONE****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 NONE

2

3

4

Part IX-B Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE

2

All other program-related investments See page 24 of the instructions

3 NONE

Total. Add lines 1 through 3

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	8,820,864.
b	Average of monthly cash balances	1b	86,269.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	8,907,133.
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	NONE
3	Subtract line 2 from line 1d	3	8,907,133.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	133,607.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,773,526.
6	Minimum investment return. Enter 5% of line 5	6	438,676.

Part XI Distributable Amount (see page 25 of the 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	438,676.
2a	Tax on investment income for 2008 from Part VI, line 5	2a	2,330.
b	Income tax for 2008. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,330.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	436,346.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	436,346.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	436,346.

Part XII Qualifying Distributions (see page 25 of the 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	501,676.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	501,676.
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 page 26 of the instructions)	5	2,330.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	499,346.

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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2007	(c) 2007	(d) 2008
1 Distributable amount for 2008 from Part XI, line 7				436,346.
2 Undistributed income, if any, as of the end of 2007				
a Enter amount for 2007 only			448,636.	
b Total for prior years: 20 <u>06</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2008				
a From 2003	NONE			
b From 2004	NONE			
c From 2005	NONE			
d From 2006	NONE			
e From 2007	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2008 from Part XII, line 4 ▶ \$ <u>501,676.</u>				
a Applied to 2007, but not more than line 2a			448,636.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2008 distributable amount				53,040.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2008 . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see page 27 of the instructions		NONE		
e Undistributed income for 2007 Subtract line 4a from line 2a. Taxable amount - see page 27 of the instructions				
f Undistributed income for 2008. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2009				383,306.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)	NONE			
8 Excess distributions carryover from 2003 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2009. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9				
a Excess from 2004	NONE			
b Excess from 2005	NONE			
c Excess from 2006	NONE			
d Excess from 2007	NONE			
e Excess from 2008	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2008, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or

4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2008	(b) 2007	(c) 2006	(d) 2005	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter:					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see page 27 of the instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the 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	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 Paid during the year SEE STATEMENT 11				
Total			▶ 3a	491,100.
b Approved for future payment				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue.					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments			14	77.	
4	Dividends and interest from securities			14	310,206.	
5	Net rental income or (loss) from real estate.					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	-194,709.	
9	Net income or (loss) from special events . . .					
10	Gross profit or (loss) from sales of inventory . .					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal. Add columns (b), (d), and (e)				115,574.	
13	Total. Add line 12, columns (b), (d), and (e)				13	115,574.

(See worksheet in line 13 instructions on page 28 to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See page 28 of the instructions.)
----------------------	--

[illegible]

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► **Attach to Form 1041, Form 5227, or Form 990-T. See the separate instructions for Form 1041 (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

2008

Name of estate or trust

R T VANDERBILT TRUST

Employer identification number

06-6040981

Note: Form 5227 filers need to complete only Parts I and II.

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			30,032.

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2007 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back	5	30,032.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example: 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			46,342.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-271,083.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2007 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back	12	-224,741.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2008

Part III Summary of Parts I and II Caution: Read the instructions before completing this part.		(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13			30,032.
14 Net long-term gain or (loss):				
a Total for year	14a			-224,741.
b Unrecaptured section 1250 gain (see line 18 of the wrkst.)	14b			
c 28% rate gain	14c			
15 Total net gain or (loss). Combine lines 13 and 14a ▶	15			-194,709.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation	
16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16 (3,000)

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part only if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part only if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,200	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)	30		
31 Figure the tax on the amount on line 23. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	31		
32 Add lines 30 and 31	32		
33 Figure the tax on the amount on line 17. Use the 2008 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions)	33		
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on line 1a of Schedule G, Form 1041 (or line 36 of Form 990-T)	34		

Schedule D (Form 1041) 2008

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS				30,032.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS				46,342.	
47,688.00		2400. AMERICAN INTL GRP INC COM PROPERTY TYPE: SECURITIES 104,469.00				01/06/2003 -56,781.00	08/19/2008
57,044.00		1000. BP PLC SPONSORED ADR PROPERTY TYPE: SECURITIES 63,117.00				02/17/2005 -6,073.00	08/19/2008
39,169.00		2300. CITIGROUP INC COM PROPERTY TYPE: SECURITIES 100,357.00				01/06/2003 -61,188.00	08/19/2008
87,090.00		3300. HOME DEPOT INC COM PROPERTY TYPE: SECURITIES 146,386.00				05/30/2001 -59,296.00	08/19/2008
64,918.00		3200. MACY'S INC PROPERTY TYPE: SECURITIES 110,953.00				11/14/2005 -46,035.00	08/19/2008
41,334.00		4300. MOTOROLA INC COM W/RTS ATTACHED EX PROPERTY TYPE: SECURITIES 72,773.00				02/02/2005 -31,439.00	08/19/2008
13,470.00		1500. SPRINT CORP COM W/RTS ATTACHED EXP PROPERTY TYPE: SECURITIES 34,248.00				11/14/2005 -20,778.00	08/19/2008
60,120.00		2000. UNITEDHEALTH GRP INC COM PROPERTY TYPE: SECURITIES 119,330.00				11/15/2005 -59,210.00	08/19/2008
134,100.00		3675. WEATHERFORD INTL LTD COM PROPERTY TYPE: SECURITIES 43,208.00				02/17/2005 90,892.00	08/19/2008
41,026.00		1500. MORGAN STANLEY DEAN WITTER & CO CO PROPERTY TYPE: SECURITIES 62,201.00				09/22/2004 -21,175.00	09/16/2008

**FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
TOTAL GAIN (LOSS)							----- -194,709. =====	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AETNA INC-NEW COM	35.	35.
ALLSTATE CORP COM W/RIGHTS ATTACHED EXP	1,328.	1,328.
AMERICAN INTL GRP INC COM	960.	960.
ANADARKO PETE CORP COM W/RIGHTS ATTACHED	1,008.	1,008.
APPLIED MATERIALS INC COM W/RIGHTS ATTAC	119.	119.
BP PLC SPONSORED ADR	2,463.	2,463.
BANK AMER CORP COM	4,032.	4,032.
BAXTER INTL INC COM W/RIGHTS ATTACHED EX	179.	179.
BECTON DICKINSON & CO COM	188.	188.
BRISTOL-MYERS SQUIBB CO COM	541.	541.
ACCOUNT MANAGEMENT OUTSIDE ASSETS	30,888.	30,888.
CITIGROUP INC COM	2,208.	2,208.
DEVON ENERGY CORP NEW COM	1,920.	1,920.
DISCOVER FINANCIAL SERVICES	180.	180.
DREYFUS/THE BOSTON CA S/C - I #6944	1,638.	1,638.
EVERGREEN INTL BOND FUND CL I (FD #460)	68,915.	68,915.
EVERGREEN INTERNATIONAL GROWTH FUND CL I	29,516.	29,516.
EVERGREEN INST MONEY MARKET FUND CL I (F	14,524.	14,524.
EXELON CORP COM	1,519.	1,519.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	245.	245.
HARTFORD FINL SVCS GRP COM	3,816.	3,816.
HEWLETT-PACKARD CO COM	1,184.	1,184.
HOME DEPOT INC COM	1,485.	1,485.
INTEL CORP COM	2,738.	2,738.
INTL BUSINESS MACHINES CORP COM	2,470.	2,470.
JOHNSON & JOHNSON COM	3,590.	3,590.
ARTIO TOTAL RETURN BOND FD CL I	21,617.	21,617.
MACY'S INC	1,256.	1,256.
MEDTRONIC INC COM W/RTS ATTACHED EXP 10/	1,063.	1,063.
MELLON INSTITUTIONAL FUNDS - THE BOSTON	1,743.	1,743.
MERCK & CO INC COM	405.	405.
METLIFE INC COM	2,516.	2,516.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
MICROSOFT CORP COM	2,806.	2,806.
MORGAN STANLEY DEAN WITTER & CO COM NEW	1,215.	1,215.
MOTOROLA INC COM W/RTS ATTACHED EXP 11/8	645.	645.
NIKE INC CL B COM	2,392.	2,392.
NORFOLK SOUTHN CORP COM W/RIGHTS ATTACHE	174.	174.
PIMCO LOW DURATION FD INSTL CL	15,320.	15,320.
PIMCO TOTAL RETURN III-INSTL #105	30,535.	30,535.
PIMCO EMERG MKTS BD-INST #137	29,817.	29,817.
PEPSICO INC COM	3,680.	3,680.
PRAXAIR INC COM	1,050.	1,050.
PRECISION CASTPARTS CORP COM	23.	23.
PROCTER & GAMBLE CO COM	2,480.	2,480.
ROSS STORES INC COM	93.	93.
SSGA EMERGING MARKETS FD S #1510	777.	777.
TARGET CORP COM	960.	960.
TEXAS INSTRS INC COM	1,640.	1,640.
UNITED TECHNOLOGIES CORP COM	2,959.	2,959.
UNITEDHEALTH GRP INC COM	60.	60.
VANGUARD INFLAT PROTECT SEC FD #119	6,364.	6,364.
ACE LTD COM W/RIGHTS ATTACHED EXP 6/1/20	706.	706.
ACE LIMITED	221.	221.
	-----	-----
TOTAL	310,206.	310,206.
	=====	=====

FORM 990PF, PART I - OTHER INCOME
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
BUSINESS CKNG INTRST	77.	77.
	-----	-----
TOTALS	77.	77.
	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WACHOVIA BANK, NA	71,913.	71,913.
	-----	-----
TOTALS	71,913.	71,913.
	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER TAXES	3,000.	
FEDERAL ESTIMATES - PRINCIPAL	13,156.	
FOREIGN TAXES ON QUALIFIED FOR	4,204.	4,204.
FOREIGN TAXES ON NONQUALIFIED	1,179.	1,179.
	-----	-----
TOTALS	21,539.	5,383.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
GRANT ADMNSTR FEES AND EXPENSE REIMB.	10,576.	10,576.
TOTALS	----- 10,576. =====	----- 10,576. =====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES
=====DESCRIPTION
-----AMOUNT

OUTSIDE ASSETS, BOOK ADJSTMT

340,429.

TOTAL

340,429.
=====

R T VANDERBILT TRUST

06-6040981

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

CT

STATEMENT 8

XD576 2 000

QM0408 543P 10/27/2010 14:34:00

26 -

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT
=====

NAME:

See attached

STATEMENT 9



R.T. Vanderbilt Trust

H. B. VANDERBILT, JR.
CHAIRMAN

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

October 23, 2009

Middle Patent Rural Cemetery Association
c/o Doris Watson
Banksville Road
Bedford, NY 10506

Re: R.T. Vanderbilt Charitable Trust

Dear Doris:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$4,000 grant awarded to Middle Patent Rural Cemetery Association in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

This letter and its attachments outline the terms and conditions of accepting our grant. Please read all the terms and conditions carefully, sign, and return this signed grant contract to my attention. After we receive your signed contract, we will mail you a check within two weeks.

This grant is an "expenditure responsibility" grant within the meaning of section 4945(h) of the Code. Thus, The Foundation must (i) see that the grant is spent solely for the purposes for which made; (ii) obtain full and complete reports from you on how the funds are spent; and (iii) make full and detailed reports with respect to such expenditures to the Internal Revenue Service. By accepting this grant, you agree to cooperate fully with The Foundation to assure that The Foundation is able to satisfy all of the requirements of an "expenditure responsibility" grant in accordance with section 4945(h) of the Code and the regulations thereunder.

1. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with above stated terms. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

2. Reporting

A written report signed by an appropriate officer of your organization must be furnished to the Foundation to the attention of Gloria Kallas within three months after the close of each year in which your organization receives or spends any portion of the Foundation grant funds. Each written report, including the final written report should contain two parts: a narrative account and a financial account of what was accomplished by the expenditure of the grant funds during the period covered by the report. The Narrative account should provide a detailed description of what was accomplished by the grant, including a description of the progress made toward achieving the goals of the grant and an assurance that the activities under the grant have been conducted in conformity with the terms of the grant. The financial account should provide a financial statement reporting all expenditures of the grant funds and any income earned on those funds. The financial statement should include only Foundation funds received and expended under this grant during the period covered by the report. The Foundation may withhold further payments, if any, to your organization under this grant or under any other Foundation grant if written reports are not submitted on a timely basis.

3. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and record available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an

evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your organization's program, discuss the program with your organization's personnel and review financial and other records and materials connected with the activities financed by this grant.

4. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used to undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue code. Further, these funds will not be used for any of the following purposes:

- A. To carry on propaganda or otherwise to attempt to influence any legislation (within the meaning of Section 4945(d)(1) of the United States Revenue Code ("IRC"));
- B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the IRC);
- C. To make grants to individuals for travel, fellowships or grants for research), unless such grants satisfy the requirements of Section 4945(g) of the IRC.
- D. To make any grant to other organization (other than to public charities or exempt operating foundations) which does not comply with the requirements of Section 4945(d)(4) of the IRC.
- E. To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the IRC.

If you have questions regarding activities that are not permitted, please contact Gloria Kallas.

5. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of Gloria Kallas. In signing this letter, such officer represent to the Foundation that he/she has the authority to sign this letter on the organizations behalf. Payment of any grant funds will commence in accordance with the schedule set forth above and following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Hugh Vanderbilt, Jr.
R.T. Vanderbilt Charitable Trust

cc: Gloria Kallas

ACCEPTED AND AGREED THIS 5th DAY OF Nov. 2009.

MIDDLE PATENT RURAL CEMETERY ASSOCIATION

BY: Doris Finch Watson
SIGNATURE

PRINTED NAME: Doris Finch Watson
TITLE: Secretary-Treasurer



R.T. Vanderbilt Trust

H B VANDERBILT
CHAIRMAN

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

October 23, 2009

Hyde Hall, Inc.
P. O. Box 721
Cooperstown, NY 13326

Re: R.T. Vanderbilt Charitable Trust

Dear Sir or Madam:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$7,000 grant awarded to Hyde Hall, Inc. in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

This letter and its attachments outline the terms and conditions of accepting our grant. Please read all the terms and conditions carefully, sign, and return this signed grant contract to my attention. After we receive your signed contract, we will mail you a check within two weeks.

This grant is an "expenditure responsibility" grant within the meaning of section 4945(h) of the Code. Thus, The Foundation must (i) see that the grant is spent solely for the purposes for which made; (ii) obtain full and complete reports from you on how the funds are spent; and (iii) make full and detailed reports with respect to such expenditures to the Internal Revenue Service. By accepting this grant, you agree to cooperate fully with The Foundation to assure that The Foundation is able to satisfy all of the requirements of an "expenditure responsibility" grant in accordance with section 4945(h) of the Code and the regulations thereunder.

1. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with above stated terms. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

2. Reporting

A written report signed by an appropriate officer of your organization must be furnished to the Foundation to the attention of Gloria Kallas within three months after the close of each year in which your organization receives or spends any portion of the Foundation grant funds. Each written report, including the final written report should contain two parts a narrative account and a financial account of what was accomplished by the expenditure of the grant funds during the period covered by the report. The Narrative account should provide a detailed description of what was accomplished by the grant, including a description of the progress made toward achieving the goals of the grant and an assurance that the activities under the grant have been conducted in conformity with the terms of the grant. The financial account should provide a financial statement reporting all expenditures of the grant funds and any income earned on those funds. The financial statement should include only Foundation funds received and expended under this grant during the period covered by the report. The Foundation may withhold further payments, if any, to your organization under this grant or under any other Foundation grant if written reports are not submitted on a timely basis.

3. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and record available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your

organization's program, discuss the program with your organization's personnel and review financial and other records and materials connected with the activities financed by this grant.

4. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used to undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue code. Further, these funds will not be used for any of the following purposes.

- A. To carry on propaganda or otherwise to attempt to influence any legislation (within the meaning of Section 4945(d)(1) of the United States Revenue Code ("IRC"));
- B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the IRC);
- C. To make grants to individuals for travel, fellowships or grants for research), unless such grants satisfy the requirements of Section 4945(g) of the IRC.
- D. To make any grant to other organization (other than to public charities or exempt operating foundations) which does not comply with the requirements of Section 4945(d)(4) of the IRC.
- E. To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the IRC.

If you have questions regarding activities that are not permitted, please contact Gloria Kallas

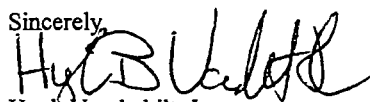
5. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of Gloria Kallas. In signing this letter, such officer represent to the Foundation that he/she has the authority to sign this letter on the organizations behalf. Payment of any grant funds will commence in accordance with the schedule set forth above and following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Hugh Vanderbilt, Jr.
R.T. Vanderbilt Charitable Trust

cc: Gloria Kallas

ACCEPTED AND AGREED THIS ✓ DAY OF Nov 5 2009,

HYDE HALL, INC.

BY: 

SIGNATURE

PRINTED NAME: James D. Hall

TITLE: Executive Director



R.T. Vanderbilt Trust

H B VANDERBILT
CHAIRMAN

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

October 23, 2009

Silver Shield Association
P.O. Box 1123
Greenwich, CT 06836

Re: R.T. Vanderbilt Charitable Trust

Dear Sir or Madam:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$1,000 grant awarded to Silver Shield Association in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

This letter and its attachments outline the terms and conditions of accepting our grant. Please read all the terms and conditions carefully, sign, and return this signed grant contract to my attention. After we receive your signed contract, we will mail you a check within two weeks.

This grant is an "expenditure responsibility" grant within the meaning of section 4945(h) of the Code. Thus, The Foundation must (i) see that the grant is spent solely for the purposes for which made; (ii) obtain full and complete reports from you on how the funds are spent; and (iii) make full and detailed reports with respect to such expenditures to the Internal Revenue Service. By accepting this grant, you agree to cooperate fully with The Foundation to assure that The Foundation is able to satisfy all of the requirements of an "expenditure responsibility" grant in accordance with section 4945(h) of the Code and the regulations thereunder.

1. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with above stated terms. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

2. Reporting

A written report signed by an appropriate officer of your organization must be furnished to the Foundation to the attention Gloria Kallas within three months after the close of each year in which your organization receives or spends any portion of the Foundation grant funds. Each written report, including the final written report should contain two parts: a narrative account and a financial account of what was accomplished by the expenditure of the grant funds during the period covered by the report. The Narrative account should provide a detailed description of what was accomplished by the grant, including a description of the progress made toward achieving the goals of the grant and an assurance that the activities under the grant have been conducted in conformity with the terms of the grant. The financial account should provide a financial statement reporting all expenditures of the grant funds and any income earned on those funds. The financial statement should include only Foundation funds received and expended under this grant during the period covered by the report. The Foundation may withhold further payments, if any, to your organization under this grant or under any other Foundation grant if written reports are not submitted on a timely basis.

3. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and record available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an

evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your organization's program, discuss the program with your organization's personnel and review financial and other records and materials connected with the activities financed by this grant.

4. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used to undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue code. Further, these funds will not be used for any of the following purposes:

- A. To carry on propaganda or otherwise to attempt to influence any legislation (within the meaning of Section 4945(d)(1) of the United States Revenue Code ("IRC")):
- B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the IRC),
- C. To make grants to individuals for travel, fellowships or grants for research), unless such grants satisfy the requirements of Section 4945(g) of the IRC.
- D. To make any grant to other organization (other than to public charities or exempt operating foundations) which does not comply with the requirements of Section 4945(d)(4) of the IRC
- E. To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the IRC.

If you have questions regarding activities that are not permitted, please contact Gloria Kallas.

5. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of Gloria Kallas. In signing this letter, such officer represent to the Foundation that he/she has the authority to sign this letter on the organizations behalf. Payment of any grant funds will commence in accordance with the schedule set forth above and following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Hugh Vanderbilt, Jr.
R T. Vanderbilt Charitable Trust

cc: Gloria Kallas

ACCEPTED AND AGREED THIS 20th DAY OF November 2009.

SILVER SHIELD ASSOCIATION

BY: _____

SIGNATURE

PRINTED NAME: _____

TITLE: _____

James Bonney
President

November 13, 2009

Ms. Gloria Kallas
R.T. Vanderbilt Trust
30 Winfield Street
Norwalk, CT 06855

Dear Ms. Kallas:

We are pleased to enclose the signed copy of the letter we received from Hugh Vanderbilt, Jr. dated October 23, 2009, indicating Greenwich Hospital's agreement to the terms of the \$5,000 grant awarded in 2008.

To comply with the reporting requirements set forth in the above-mentioned letter, we will submit the Greenwich Hospital 2009 Annual Report as soon as it is available. We anticipate that it will be published in February 2010.

We are most grateful for the R. T. Vanderbilt Trust's support of Greenwich Hospital.

Sincerely,



Sheila Cameron
Director of Major Gifts



R.T. Vanderbilt Trust

H.B. VANDERBILT
CHAIRMAN

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

October 23, 2009

Greenwich Hospital Foundation
5 Perryridge Road
Greenwich, CT 06830-4697

Re: R.T. Vanderbilt Charitable Trust

Dear Sir or Madam:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$5,000 grant awarded to Greenwich Hospital Foundation, Inc. in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

This letter and its attachments outline the terms and conditions of accepting our grant. Please read all the terms and conditions carefully, sign, and return this signed grant contract to my attention.

This grant is an "expenditure responsibility" grant within the meaning of section 4945(h) of the Code. Thus, The Foundation must (i) see that the grant is spent solely for the purposes for which made; (ii) obtain full and complete reports from you on how the funds are spent; and (iii) make full and detailed reports with respect to such expenditures to the Internal Revenue Service. By accepting this grant, you agree to cooperate fully with The Foundation to assure that The Foundation is able to satisfy all of the requirements of an "expenditure responsibility" grant in accordance with section 4945(h) of the Code and the regulations thereunder.

1. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with above stated terms. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

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3. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and record available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your organization's program, discuss the program with your organization's personnel and review financial and other

records and materials connected with the activities financed by this grant.

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- E To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the IRC.

If you have questions regarding activities that are not permitted, please contact Gloria Kallas.


5. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of Gloria Kallas. In signing this letter, such officer represent to the Foundation that he/she has the authority to sign this letter on the organizations behalf Payment of any grant funds will commence in accordance with the schedule set forth above and following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,


Hugh Vanderbilt, Jr.
R.T Vanderbilt Charitable Trust

cc. Gloria Kallas

ACCEPTED AND AGREED THIS 12 DAY OF NOVEMBER 2009.

GREENWICH HOSPITAL FOUNDATION

BY: _____

SIGNATURE

PRINTED NAME: FRANK A. CORVINO

TITLE: PRESIDENT AND CHIEF EXECUTIVE OFFICER



Office of the Controller
Smith College
Northampton, Massachusetts 01063
(413) 585-2200 Fax (413) 595-2206

November 19, 2009

Ms. Gloria Kallas
R. T. Vanderbilt Charitable Trust
30 Winfield Street
Norwalk, CT 06855

Re: 2008 Grant of \$5,000

Dear Ms. Callas:

Thank you for the letter we recently received seeking confirmation of the charitable use of the grant of \$5,000.00 awarded to Smith College in December 2008. Your letter was addressed to the Alumnae Association of Smith College and seeks a signature from an officer of the Alumnae Association of Smith College. We need to clarify some changes that have taken place in our institution over the past several years. The R. T. Vanderbilt Charitable Trust has been a long-time contributor to the College. At the time that the trust's contributions started, the receipt and record keeping for charitable contributions to the Smith College Alumnae Fund were acknowledged by the Alumnae Association of Smith College and then transmitted to Smith College. Approximately fifteen years ago, that process for acknowledging charitable contributions was transferred from the Alumnae Association of Smith College to Smith College's Development Department. The funds awarded by the R. T. Vanderbilt Charitable Trust have always been used to further the educational purposes of Smith College, including the \$5,000.00 awarded in December 2008.

We have adjusted the name of the organization on the copy of the letter to be returned to you. We have included a Form W-9 documenting the College's corporate name and corporate address for Form 990 purposes along with IRS letters documenting the College's exempt status. Please continue to send payments to Smith College at 33 Elm Street, Northampton, MA 01063-3702. The College's Development department and the Alumnae Association of Smith College share space in the Alumnae House.

If you need further information or assistance, please contact me.

Sincerely,

A handwritten signature in cursive script, reading 'Laura Smiarowski'.

Laura Smiarowski
Controller

Enclosures



R.T. Vanderbilt Trust

H.B. VANDERBILT
CHAIRMAN

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

October 23, 2009

Alumnae Association of Smith College The Trustees of the Smith College
33 Elm Street
Northampton, MA 01069

Re: R.T. Vanderbilt Charitable Trust

Dear Sir or Madam:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$5,000 grant awarded to the Alumnae Association of Smith College in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

This letter and its attachments outline the terms and conditions of accepting our grant. Please read all the terms and conditions carefully, sign, and return this signed grant contract to my attention. After we receive your signed contract, we will mail you a check within two weeks.

This grant is an "expenditure responsibility" grant within the meaning of section 4945(h) of the Code. Thus, The Foundation must (i) see that the grant is spent solely for the purposes for which made; (ii) obtain full and complete reports from you on how the funds are spent; and (iii) make full and detailed reports with respect to such expenditures to the Internal Revenue Service. By accepting this grant, you agree to cooperate fully with The Foundation to assure that The Foundation is able to satisfy all of the requirements of an "expenditure responsibility" grant in accordance with section 4945(h) of the Code and the regulations thereunder.

1. Purpose

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Your organization must maintain records of receipts and expenditures and make your books and record available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an

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4. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used to undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue code. Further, these funds will not be used for any of the following purposes:

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- B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the IRC);
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If you have questions regarding activities that are not permitted, please contact Gloria Kallas

5. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation to the attention of Gloria Kallas. In signing this letter, such officer represent to the Foundation that he/she has the authority to sign this letter on the organizations behalf. Payment of any grant funds will commence in accordance with the schedule set forth above and following receipt by the Foundation of a signed copy of this letter.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Hugh Vanderbilt, Jr.
R.T. Vanderbilt Charitable Trust

cc: Gloria Kallas

ACCEPTED AND AGREED THIS 19 DAY OF Nov 2009.

ALUMNAE ASSOCIATION OF SMITH COLLEGE The Trustees of the Smith College

BY: Laura Smiarowski
SIGNATURE

PRINTED NAME: Laura Smiarowski
TITLE: Controller

Request for Taxpayer Identification Number and Certification

Give form to the
requester. Do not
send to the IRS.

Print or type
See Specific Instructions on page 2.

Name (as shown on your income tax return) The Trustees of the Smith College	
Business name, if different from above Smith College	
Check appropriate box <input type="checkbox"/> Individual/Sole proprietor <input checked="" type="checkbox"/> Corporation <input type="checkbox"/> Partnership <input type="checkbox"/> Limited liability company. Enter the tax classification (D=disregarded entity, C=corporation, P=partnership) <input type="checkbox"/> Exempt payee	
Address (number, street, and apt. or suite no.) College Hall #204, 10 Elm Street	
City, state, and ZIP code Northampton, MA 01063-6304	
List account number(s) here (optional)	

Part I Taxpayer Identification Number (TIN)

Enter your TIN in the appropriate box. The TIN provided must match the name given on Line 1 to avoid backup withholding. For individuals, this is your social security number (SSN). However, for a resident alien, sole proprietor, or disregarded entity, see the Part I instructions on page 3. For other entities, it is your employer identification number (EIN). If you do not have a number, see *How to get a TIN* on page 3. Note. If the account is in more than one name, see the chart on page 4 for guidelines on whose number to enter.

Social security number
or
Employer identification number 04-1843040

Part II Certification

Under penalties of perjury, I certify that:

1. The number shown on this form is my correct taxpayer identification number (or I am waiting for a number to be issued to me), and
2. I am not subject to backup withholding because: (a) I am exempt from backup withholding, or (b) I have not been notified by the Internal Revenue Service (IRS) that I am subject to backup withholding as a result of a failure to report all interest or dividends, or (c) the IRS has notified me that I am no longer subject to backup withholding, and
3. I am a U.S. citizen or other U.S. person (defined below)

Certification instructions. You must cross out item 2 above if you have been notified by the IRS that you are currently subject to backup withholding because you have failed to report all interest and dividends on your tax return. For real estate transactions, item 2 does not apply. For mortgage interest paid, acquisition or abandonment of secured property, cancellation of debt, contributions to an individual retirement arrangement (IRA), and generally, payments other than interest and dividends, you are not required to sign the Certification, but you must provide your correct TIN. See the instructions on page 4.

Sign Here	Signature of U.S. person <i>Laura Smarowski</i>	Date <i>11/19/09</i>
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General Instructions

Section references are to the Internal Revenue Code unless otherwise noted.

Purpose of Form

A person who is required to file an information return with the IRS, must obtain your correct taxpayer identification number (TIN) to report, for example, income paid to you, real estate transactions, mortgage interest you paid, acquisition or abandonment of secured property, cancellation of debt, or contributions you made to an IRA.

Use Form W-9 only if you are a U.S. person (including a resident alien), to provide your correct TIN to the person requesting it (the requester) and, when applicable, to:

1. Certify that the TIN you are giving is correct (or you are waiting for a number to be issued),
2. Certify that you are not subject to backup withholding, or
3. Claim exemption from backup withholding if you are a U.S. exempt payee. If applicable, you are also certifying that as a U.S. person, your allocable share of any partnership income from a U.S. trade or business is not subject to the withholding tax on foreign partners' share of effectively connected income.

Note. If a requester gives you a form other than Form W-9 to request your TIN, you must use the requester's form if it is substantially similar to this Form W-9.

Definition of a U.S. person. For federal tax purposes, you are considered a U.S. person if you are:

- An individual who is a U.S. citizen or U.S. resident alien,
- A partnership, corporation, company, or association created or organized in the United States or under the laws of the United States,
- An estate (other than a foreign estate), or
- A domestic trust (as defined in Regulations section 301.7701-7).

Special rules for partnerships. Partnerships that conduct a trade or business in the United States are generally required to pay a withholding tax on any foreign partners' share of income from such business. Further, in certain cases where a Form W-9 has not been received, a partnership is required to presume that a partner is a foreign person, and pay the withholding tax. Therefore, if you are a U.S. person that is a partner in a partnership conducting a trade or business in the United States, provide Form W-9 to the partnership to establish your U.S. status and avoid withholding on your share of partnership income.

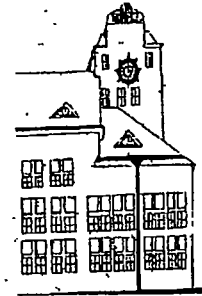
The person who gives Form W-9 to the partnership for purposes of establishing its U.S. status and avoiding withholding on its allocable share of net income from the partnership conducting a trade or business in the United States is in the following cases:

- The U.S. owner of a disregarded entity and not the entity,

Förderverein der Paul-Guenther-Schule
Der Vorstand

Förderverein der Paul-Guenther-Schule e.V., Schillerstr. 13, 04643 Geithain

ATTN Wealth Management
Wachovia Bank NA
10 State House Square 2nd FL
Hartford ct 06103-9822



Ihr Zeichen

Ihre Nachricht
23.Okt.2009

Unser Zeichen
Neu

Datum
15.12.2009

Sehr geehrte Damen und Herren,

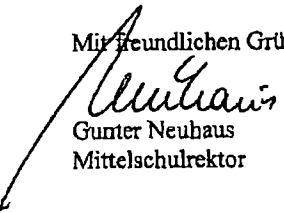
vorab das unterschriebene Formular zurück.

Wir alle hier arbeiten im unbezahlten Ehrenamt in der Freizeit, so dass nicht alles zeitnah erledigt werden kann.

Das Original folgt auf dem Postweg, die weiteren Angaben in Monatsfrist. Wir bitten um Verständnis.

Wir wünschen Ihnen eine besinnliche Weihnachtszeit und ein erfolgreiches Jahr 2010.

Mit freundlichen Grüßen


Gunter Neuhaus
Mittelschulrektor

Vorstand: Herr Gerd Orgis
Herr Hardy Loßner

Tel.: 034341/42494
Fax: 034341/42866

Bankverbindung:
Sparkasse Leipzig, BLZ 86055592
Kto.-Nr.: 1130018071

**R.T. Vanderbilt Trust**

30 WINFIELD STREET, NORWALK, CONNECTICUT 06855 • TELEPHONE (203) 853-1400

H. B. VANDEBILT, JR.
CHAIRMAN

October 23, 2009

Forderverein Paul-Guenther-Schule
Schillerstrasse 13
04643 Geithain, Germany

Re: R.T. Vanderbilt Charitable Trust

Dear Sir or Madam:

I'm writing to you today on behalf of the R.T. Vanderbilt Charitable Trust regarding the \$20,000 grant awarded to Forderverein Paul-Guenther-Schule in 2008. We have learned that this grant required expenditure responsibility. As a result, we must now ask that review the letter below.

The following terms and conditions apply to your organization's use of the Foundation's grant:

1. Purpose

Under United States law, Foundation grant funds, and income earned on those funds, may be spent only for charitable, religious, scientific, literary or educational purposes. This grant is made only for the purposes stated in this letter, and it is agreed that these grant funds will be used only for such purposes substantially in accordance with the budget submitted with your grant proposal. It is also understood that no substantial changes will be made from the approved budget without the Foundation's prior approval in writing.

2. Separate Fund

All Foundation grant funds received by your organization must be maintained in a separate fund dedicated to the charitable purposes described in this letter. Such a separate fund may be either 1) a physically separate bank account restricted to the described charitable purposes, or 2) a separate bookkeeping account (limited to the described charitable purposes) maintained as part of your financial records. The Foundation encourages, whenever feasible, the deposit of grant funds in an interest-bearing account.

3. Reporting

A written report signed by an appropriate officer of your organization must be furnished to the Foundation, within three (3) months after the close of each fiscal year in which your organization receives or spends any portion of Foundation grant funds (including income, if any, from such funds) until the grant funds are spent in full or the grant is otherwise terminated. In addition, within three (3) months following the fiscal year-end in which your organization completes its use of the grant funds, a final written report is to be furnished to the Foundation with respect to all expenditures under the grant (including salaries, travel, and supplies).

Each written report, including the final written report, must contain two parts: a narrative account and a financial account of what was accomplished by the expenditure of the grant funds during the period covered by the report.

- A. Narrative Account: The narrative account should provide a detailed description of what was accomplished by the grant, including a description of the progress made toward achieving the

goals of the grant and an assurance that the activities under the grant have been conducted in conformity with the terms of the grant.

- B. Financial Account: The financial account should provide a financial statement reporting, in U.S. dollars, all expenditures of Foundation grant funds and any income earned on those funds. The financial statement should include only Foundation funds received and expended under this grant during the period covered by the report. It is assumed that the financial statement will be prepared from books and records maintained on a fund-accounting (cash) basis. Only expenditures made in support of the grant purposes should be charged against the grant, and records should be maintained of such expenditures adequate to enable the use of such funds to be checked readily.

If written reports are not submitted to the Foundation on a timely basis, United States law requires that the Foundation withhold further payments, if any, to your organization and to any affiliate organization under this grant or under any other Foundation grant and prohibits the Foundation from awarding any new grants to your organization or any affiliate organization.

4. Record Maintenance and Inspection

Your organization must maintain records of receipts and expenditures and make your books and records available to the Foundation for inspection at reasonable times. The Foundation may monitor and conduct an evaluation of operations under this grant, which may include a visit by Foundation personnel to observe your organization's program, discuss the program with your organization's personnel and review financial and other records and materials connected with the activities financed by this grant.

5. Record Retention [for private foundation grantees only]

If you are classified by the Internal Revenue Service as a private foundation, United States law requires that such accounting records, as well as copies of the reports submitted to the Foundation, be kept by your organization for at least four years after completion of the use of the grant funds.

6. Prohibited Activities

So that the Foundation may comply with the tax laws of the United States, it is understood that Foundation grant funds will not be used for any of the following purposes:

- A. To carry on propaganda, or otherwise to attempt to influence any legislation (within the meaning of Section 4945(d)(1) of the United States Internal Revenue Code);
- B. To influence the outcome of any specific public election or to carry on, directly or indirectly, any voter registration drive (within the meaning of Section 4945(d)(2) of the United States Internal Revenue Code);
- C. To make grants to individuals for travel, study or other similar purposes by such individuals (such as scholarships, fellowships or grants for research), unless such grants satisfy the requirements of Section 4945(g) of the IRC.
- D. To make any grant to any other organization (other than to public charities or exempt operating foundations) which does not comply with the requirements of Section 4945(d)(4) of the United States Internal Revenue Code; or

- E. To undertake any activity for any purpose other than the charitable purposes specified in Section 170(c)(2)(B) of the United States Internal Revenue Code.

If you have further questions regarding activities that are not permitted, please contact the Foundation.

7. Return of Unused Funds

Any grant funds, and any income earned on those funds, that are not spent or committed for the purposes of the grant, must be returned to the Foundation.

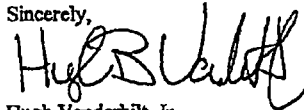
8. Compliance

The Foundation reserves the right, in its sole discretion, to discontinue funding if it is not satisfied with the progress of the grant or the content of any written report.

If this letter correctly describes your understanding of the terms of this grant, please indicate your organization's agreement to such terms by having the enclosed copy of this letter signed by an appropriate officer of your organization and returned to the Foundation. In signing this letter, such officer represents to the Foundation that he/she has the authority to sign this letter on the organization's behalf.

On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



Hugh Vanderbilt, Jr.
R.T. Vanderbilt Charitable Trust

cc: Gloria Kallas

ACCEPTED AND AGREED THIS 15 DAY OF December, 2009.

FORDERVEREIN PAUL-GUENTHER-SCHULE

BY: 

SIGNATURE

PRINTED NAME: NEUHAUS

TITLE: Vors. Förderverein

Schulno. 9

Vors. Stiftung d. Fördervereins d.
Paul-Guenther-Schule
zu Geithain

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

R. T. Vanderbilt

ADDRESS:

30 Winfield St.,
Norwalk, CT

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

OFFICER NAME:

P. Vanderbilt

ADDRESS:

30 Winfield St.,
Norwalk, CT

TITLE:

Co-Trustee

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 5

R T VANDERBILT TRUST 06-6040981
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
=====

RECIPIENT NAME:
H.B. VANDERBILT, JR.
ADDRESS:
P.O. BOX 5150
NORWALK, CT 06856-5150

RECIPIENT NAME:
See Attached
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITIES
AMOUNT OF GRANT PAID 491,100.

TOTAL GRANTS PAID: 491,100.
=====

STATEMENT 11

R. T. VANDERBILT TRUST
FORM 990 - PF
YEAR ENDED DECEMBER 31, 2008
CONTRIBUTIONS
PART 1 - LINE 25

12/16/2008	Camping and Education Foundation, 230 Northland Blvd, Suite 206, Cincinnati, OH 45246	\$5,000.00
12/16/2008	Fort Williams Charitable Trust, Fort Williams Foundation, P.O. Box 6260, Cape Elizabeth, ME 04107	5,000.00
12/16/2008	St. Luke's Church, P. O. Box 333, Oquossec, ME 04964	4,000.00
12/16/2008	W. G. Mallet School, 113 Quebec St., Farmington, ME 04938	6,000.00
12/16/2008	Waynflete School Annual Fund, 360 Spring St., Portland, ME 04102	1,000.00
12/16/2008	Rippleffect, P. O. Box 441, Portland, ME 04112	2,000.00
12/16/2008	Compass Project, 170 Anderson St., Portland, ME 04101	4,000.00
12/26/2008	Narcotics Enforcement Officers Assoc, Phoenix Park, Suite 10, 29 North Plains Hwy, Wallingford, CT 06492	200.00
12/26/2008	Bethel Volunteer Fire Dept, 38 South St., Bethel, CT 06801	600.00
12/26/2008	HVCEO, Old Town Hall, Routes 25 & 133, Brookfield, CT 06804	800.00
12/26/2008	Needline, 638 South 4th St., KY 42071	500.00
12/26/2008	Angels Community Clinic, 1005 Poplar Street, Murray, KY 42071	500.00
12/26/2008	Rollins College, P. O. Box 91-7415, Orlando, FL 32891-7415	5,000.00
12/26/2008	Greenwich Country Day School, PO Box 623, Greenwich, CT 06836-9981	10,000.00
12/26/2008	Greenwich Academy Annual Giving, 200 North Maple Ave., Greenwich, CT 06830-9922	6,000.00
12/26/2008	Brunswick School, 100 Maher Ave., Greenwich, CT 06830-9938	3,000.00
12/26/2008	Middle Patent Cemetery, c/o Doris Watson, Banksville Road, Bedford, NY 10506	4,000.00
12/26/2008	Theatre Aspen, 110 E. Hallam St., Suite 103, Aspen, CO 81611	1,000.00
12/26/2008	Amogerone Volunteer Fire Co. #1, Inc., Central Fire Station, PO Box 121, Greenwich, CT 06836-0121	2,000.00
12/26/2008	Call-A-Ride of Greenwich, Inc., 37 Lafayette Place, Collyer Center, Greenwich, CT 06830	1,500.00
12/26/2008	The Hole in the Wall Gang, 555 Long Wharf Drive, New Haven, CT 06511	3,500.00
12/26/2008	Greenwich Emergency Medical Services, Inc. PO Box 423, Riverside, CT 06878	5,000.00
12/26/2008	The Salvation Army, Southern New England Div., 855 Asylum Av, Hartford, CT 06105	5,000.00
12/26/2008	Arizona-Sonora Desert Museum, 2021 North Kinney Rd, Tucson, AZ 85743 - unrestricted	6,000.00
12/26/2008	Anzona-Sonora Desert Museum, 2021 North Kinney Rd, Tucson, AZ 85743 - restricted for elf own	2,000.00
12/26/2008	Abilis, Inc., 50 Glenville St., Greenwich, CT 06831	3,000.00
12/26/2008	Special Olympics Connecticut, 2666 State St, Suite 1, Hamden, CT 06517-2232	2,000.00
12/26/2008	Hyde Hall Inc., P. O. Box 721, Cooperstown, NY 13326	7,000.00
12/26/2008	Willa Cather Foundation, 413 North Webster St, Red Cloud, NE 68970	1,500.00
12/26/2008	Silver Shield Association, P. O. Box 1123, Greenwich, CT 06836	1,000.00
12/26/2008	Metropolitan Museum of Art, 1000 Fifth Ave., NY, NY 10028-0198	15,000.00
12/26/2008	Metropolitan Museum of Art, 1000 Fifth Ave., NY, NY 10028-0198	2,000.00
12/26/2008	Greenwich Hospital, 5 Perryridge Rd, Greenwich, CT 06830-4697	5,000.00
12/26/2008	Historical Society of the Town of Greenwich, Inc., Cos Cob, CT	70,000.00
12/26/2008	Audubon Center in Greenwich, 613 Riversville Rd., Greenwich, CT 06831	5,000.00
12/26/2008	American University of Paris, 6, rue du Colonel Combes, 75007 Paris, France	5,000.00
12/26/2008	All Souls Unitarian Church, 1157 Lexington Avenue, New York, NY 10021	2,000.00
12/26/2008	Pathways Inc., 175 Milbank Ave., Greenwich, CT 06830	1,000.00
12/26/2008	Family Centers, 40 Arch St., P. O. Box 7550, Greenwich, CT 06836-7550	1,000.00
12/26/2008	Mayo Clinic, Dept of Develop, 200 First St SW, Rochester, MN 55905- restricted for Rochester use	5,000.00
12/26/2008	Santa Cruz Art League. 526 Broadway, Santa Cruz, CA 95060	1,000.00
12/26/2008	YMCA, 370 West Ave, Norwalk, CT 06850	2,000.00
12/26/2008	Children of Tanzania, 3 Little Cove place, Old Greenwich, CT 06870	1,000.00
12/26/2008	Park Avenue Armory, 643 Park Avenue, New York, NY 10065	5,000.00
12/26/2008	Colonial Williamsburg Foundation, P. O. Box 1776, Williamsburg, VA 23187-9910	1,000.00
12/26/2008	Planned Parenthood, Int'l Assistance, 434 W. 33rd St., New York, NY 10001	25,000.00
12/26/2008	Planned Parenthood, World Population, 434 W. 33rd, New York, NY 10001	10,000.00
12/26/2008	Yale University, Annual Giving, P.O. Box 2038, New Haven, CT 06521-2038 -Inge Reichenbach, VP for Develop	5,000.00
12/26/2008	Choate Rosemary Hall, Wallingford, CT 06492	5,000.00
12/26/2008	The Berkshire School, Sheffield, MA 01257	5,000.00
12/26/2008	Smith College Alumnae Association, Northampton, MA 01069	5,000.00
12/26/2008	Forderverein Paul Guenther-Schule, Schillerstrasse 13, 04643 Geithain, Germany	20,000.00

12/26/2008	Connecticut Audubon Society, 2325 Burr Street, Fairfield, CT 06430 (Endowment of Banks South)	\$45,000.00
12/26/2008	Connecticut Audubon Society, 2325 Burr Street, Fairfield, CT 06430 (General Operations)	50,000.00
12/26/2008	Doctors Without Borders, P. O. Box 5030, Hagerstown, MD 21741-5030	30,000.00
12/26/2008	Natural Resource Defense Council, 40 W 20th St., New York NY 10011(for global warming efforts)	25,000.00
12/26/2008	Music for Youth, Inc. P.O. Box 403, Westport, CT 06881	20,000.00
12/26/2008	Gettysburg College, Alumni Giving, 300 N. Washington St., Box 423, Gettysburg, PA 17325	500.00
12/26/2008	Gettysburg College, Alumni Giving, 300 N. Washington St., Box 423, Gettysburg, PA 17325	500.00
12/26/2008	The Greater University Fund, University of Denver, Dept. 585, Denver, CO 80291-0001	1,000.00
12/26/2008	ASPCA, Gift Processing Center, PO Box 96929, Washington, DC 20090-6929	2,000.00
12/26/2008	Mamasasco Lake Improvement Fund, Inc., P. O. Box 246, Ridgefield, CT 06877	1,500.00
12/26/2008	CT Public Broadcasting, Inc, 1049 Asylum Ave, Hartford, CT 06105-2411	1,000.00
12/26/2008	Ridgefield Playhouse, 80 E. Ridge, Ridgefield, CT 06877	3,000.00
12/26/2008	St. Joseph's Indian School, Chamberlain, SD 57326	500.00
12/26/2008	Visiting Nurse Assoc of Ridgefield, 90 East Ridge, Ridgefield, CT 06877	1,000.00
12/26/2008	The Ridgefield Library Association, 472 Main St., Ridgefield, CT 06877-4585	2,000.00
12/26/2008	St. Luke's Alumni Fund, PO. Box 1148, New Canaan, CT 06840-1148	500.00
12/26/2008	Meals On Wheels, 25 Gilbert Street, Ridgefield, CT 06877	1,000.00
12/26/2008	Founders Hall, 193 Danbury Road, Ridgefield, CT 06877	1,000.00
12/26/2008	Holiday Trust Fund, Ridgefield Community Programs, Inc., Town Hall, 400 Main St., Ridgefield, CT 06877	1,000.00
12/26/2008	Ridgefield Professional Firefighters Assoc., P.O. Box 227, Ridgefield, CT 06877	2,000.00
12/26/2008	Best Friends Animal Society, 5001 Angel Canyon Rd, Kanab, UT 84741	5,000.00
12/26/2008	Gettysburg College, Alumni Giving, 300 N. Washington St., Box 423, Gettysburg, PA 17325	1,500.00
12/26/2008	World Wildlife Fund, 1250 24th St. N.W. P. O. Box 96555, Washington, DC 20077	500.00
12/26/2008	Mystic Seaport Museum, Inc., 75 Greenmanville Av, PO Box 6000, Mystic, CT 06355-0990	500.00
12/26/2008	Greenwich Country Day School, PO Box 623, Greenwich, CT 06836-9981	1,000.00

Total

\$491,100.00

FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS

ARTIO TOTAL RETURN BOND FD CL I	3,863.00
PIMCO LOW DURATION FD INSTL CL	3,151.00
PIMCO TOTAL RETURN III-INSTL #105	23,018.00

TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS	30,032.00
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LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

ALLEGHENY ENERGY INC COM W/RIGHTS ATTACHED EX	399.00
BRISTOL-MYERS SQUIBB CO COM	52.00
CISCO SYS INC COM W/RIGHTS ATTACHED EXPIRING	421.00
CONCORD EFS INC COM	162.00
FREDDIE MAC COM VTG	406.00
ARTIO TOTAL RETURN BOND FD CL I	166.00
KRISPY KREME DOUGHNUTS INC COM	774.00
PIMCO LOW DURATION FD INSTL CL	1,428.00
PIMCO TOTAL RETURN III-INSTL #105	5,935.00
PIMCO EMERG MKTS BD-INST #137	4,438.00
SSGA EMERGING MARKETS FD S #1510	26,707.00
TXU CORP COM	4,119.00
WORLDCOM INC-WORLDCOM GROUP - WORLDCOM GRP CO	1,335.00

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS	46,342.00
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TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS	46,342.00
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DETAIL LIST
SELECTED ACCOUNTS 12/31/08 THROUGH 12/31/08
SETTLE DATE POSITION FOR ██████████ VANDERBILT TRUST AS OF 12/31/08

CUSIP #	SECURITY NAME	UNITS / ORIG.	FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
PRINCIPAL							
=====							
TEMPORARY INVESTMENTS							

300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)			7,381.48	7,381.48		
TOTAL							
TEMPORARY INVESTMENTS							

MUTUAL FUNDS - FIXED TAXABLE							

299908830	EVERGREEN INTERNATIONAL BOND FD CL I (FD #460)	37,368.659519		390,152.01	386,765.63	390,152.01	390,152.01
481370609	ARTIO TOTAL RETURN BOND FD CL I	30,651.34		400,000.00	386,819.91	400,000.00	400,000.00
693390304	PIMCO LOW DURATION FD/UNITED STATES INST CL	35,794.993		357,226.39	337,188.83	357,226.39	357,226.39
693390866	PIMCO TOTAL RETURN FD III INSTL CL	66,006.601		600,000.00	588,118.81	600,000.00	600,000.00
693391559	PIMCO EMERGING MARKETS BOND FD INS CL	44,326.242		500,000.00	375,443.27	500,000.00	500,000.00
922031869	VANGUARD INFLATION-PROTECTED SECURITIES FD IV CL	10,364.842		125,000.00	119,402.98	125,000.00	125,000.00
TOTAL							
MUTUAL FUNDS - FIXED TAXABLE							

COMMON STOCKS							

00817Y108	AETNA INC COM	880		36,063.28	25,080.00	36,063.28	36,063.28
020002101	ALLSTATE CORP COM	825		47,021.46	27,027.00	47,021.46	47,021.46
031162100	AMGEN INC COM	800		45,661.04	46,200.00	45,661.04	45,661.04
032511107	ANADARKO PETROLEUM CORP COM	2,800		69,683.50	107,940.00	69,683.50	69,683.50
038222105	APPLIED MATERIALS INC COM	1,990		36,834.90	20,158.70	36,834.90	36,834.90

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DETAIL LIST
SELECTED ACCOUNTS 12/31/08 THROUGH 12/31/08
SETTLE DATE POSITION FOR [REDACTED] VANDERBILT TRUST AS OF 12/31/08

CUSIP #	SECURITY NAME	UNITS / ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
060505104	BANK OF AMERICA CORP COM	1,800	62,411.25	25,344.00	58,825.00	58,825.00
071813109	BAXTER INTL INC COM	825	56,966.25	44,211.75	56,966.25	56,966.25
075887109	BECTON DICKINSON & CO COM	660	57,725.38	45,137.40	57,725.38	57,725.38
110122108	BRISTOL-MYERS SQUIBB CO COM	1,745	37,534.95	40,571.25	37,534.95	37,534.95
189754104	COACH INC COM	1,800	56,381.04	37,386.00	56,381.04	56,381.04
25179M103	DEVON ENERGY CORPORATION COM	3,000	75,226.00	197,130.00	75,226.00	75,226.00
254709108	DISCOVER FINANCIAL SERVICES COM	750	12,282.21	7,147.50	12,282.21	12,282.21
30161N101	EXELON CORP COM	750	37,591.13	41,707.50	37,591.13	37,591.13
370334104	GENERAL MILLS INC COM	570	37,340.70	34,627.50	37,340.70	37,340.70
416515104	HARTFORD FINANCIAL SERVICES GRP COM	1,800	92,540.50	29,556.00	92,540.50	92,540.50
428236103	HEWLETT-PACKARD CO COM	3,700	77,182.00	134,273.00	77,182.00	77,182.00
458140100	INTEL CORP COM	5,000	122,010.45	73,300.00	98,970.28	98,970.28
459200101	INTL BUSINESS MACHINES CORP COM	1,300	98,891.14	109,408.00	98,891.14	98,891.14
478160104	JOHNSON & JOHNSON COM	2,000	24,881.33	119,660.00	24,881.33	24,881.33
585055106	MEDTRONIC INC COM	1,700	90,979.75	53,414.00	90,979.75	90,979.75
589331107	MERCK & CO INC COM	1,065	37,360.20	32,376.00	37,360.20	37,360.20
59156R108	METLIFE INC COM	3,400	99,227.53	118,524.00	99,227.53	99,227.53
594918104	MICROSOFT CORP COM	6,100	159,433.00	118,584.00	159,433.00	159,433.00
654106103	NIKE INC CL B COM	2,600	62,330.36	132,600.00	62,330.36	62,330.36
655844108	NORFOLK SOUTHERN CORP COM	545	37,021.85	25,642.25	37,021.85	37,021.85
678026105	OIL STATES INTERNATIONAL INC COM	780	39,520.65	14,578.20	39,520.65	39,520.65

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DETAIL LIST
SELECTED ACCOUNTS 12/31/08 THROUGH 12/31/08
SETTLE DATE POSITION FOR [REDACTED] VANDERBILT TRUST AS OF 12/31/08

CUSIP #	SECURITY NAME	UNITS /	ORIG. FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
68389X105	ORACLE CORP COM	6,500		69,091.00	115,245.00	69,091.00	69,091.00
690768403	OWENS ILLINOIS INC COM NEW	860		35,956.60	23,503.80	35,956.60	35,956.60
713448108	PEPSICO INC COM	2,300		102,703.05	125,971.00	102,703.05	102,703.05
74005P104	PRAXAIR INC COM	700		34,437.90	41,552.00	34,437.90	34,437.90
740189105	PRECISION CASTPARTS CORP COM	385		38,565.45	22,899.80	38,565.45	38,565.45
742718109	PROCTER & GAMBLE CO COM	1,600		71,121.23	98,912.00	71,121.23	71,121.23
778296103	ROSS STORES INC COM	975		37,059.75	28,986.75	37,059.75	37,059.75
790849103	ST JUDE MED INC COM	1,250		57,950.00	41,200.00	57,950.00	57,950.00
87612E106	TARGET CORP COM	1,600		52,791.62	55,248.00	52,791.62	52,791.62
882508104	TEXAS INSTRUMENTS INC COM	4,000		72,505.30	62,080.00	72,505.30	72,505.30
913017109	UNITED TECHNOLOGIES CORP COM	2,200		82,759.67	117,920.00	82,759.67	82,759.67
94973V107	WELLPOINT INC COM	2,000		73,689.96	84,260.00	73,689.96	73,689.96
G95089101	WEATHERFORD INTERNATIONAL LTD COM	5,125		53,630.40	55,452.50	48,879.31	48,879.31
H0023R105	ACE LIMITED COM	850		47,379.00	44,982.00	47,379.00	47,379.00
TOTAL	COMMON STOCKS	79,530		2,439,742.78	2,579,796.90	2,408,365.27	2,408,365.27
MUTUAL FUNDS - EQUITY							
26203E851	DREYFUS THE BOSTON COMPANY SMALL CAP VALUE FUND CL I	17,427.075		466,000.00	257,223.63	466,000.00	466,000.00
TOTAL	MUTUAL FUNDS - EQUITY	17,427.075		466,000.00	257,223.63	466,000.00	466,000.00
MUTUAL FUNDS - INTERNATIONAL EQUITY							
299924704	EVERGREEN INTERNATIONAL EQUITY FD CL I (FD #252)	111,756.053875		714,101.74	681,711.93	661,144.76	661,144.76

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DETAIL LIST
SELECTED ACCOUNTS 12/31/08 THROUGH 12/31/08
SETTLE DATE POSITION FOR [REDACTED] VANDERBILT TRUST AS OF 12/31/08

CUSIP #	SECURITY NAME	UNITS / ORIG.	FACE	BOOK VALUE	MARKET VALUE	FED TAX COST	STATE TAX COST
784924425	SSGA EMERGING MARKETS FUND CL S	16,030.537		341,450.44	184,832.09	341,450.44	341,450.44
TOTAL	MUTUAL FUNDS - INTERNATIONAL EQUITY	127,786.590875		1,055,552.18	866,544.02	1,002,595.20	1,002,595.20
	PRINCIPAL CASH			0.00	0.00		
*****	PRINCIPAL TOTAL	449,256.343394		6,341,054.84	5,904,685.46	6,249,338.87	6,249,338.87
	INCOME						
	=====						
	TEMPORARY INVESTMENTS						
300250602	EVERGREEN INST MONEY MARKET FUND CL I (FD #495)		43,420.33		43,420.33		
TOTAL	TEMPORARY INVESTMENTS		43,420.33		43,420.33		
	INCOME CASH			0.00	0.00		
*****	INCOME TOTAL		43,420.33		43,420.33	0.00	0.00
	ASSET FILE TOTAL	449,256.343394	6,384,475.17		5,948,105.79	6,249,338.87	6,249,338.87

Wachovia Business Interest Checking	87,543	87,543
Vanderbilt Co. Common Stock (90 shs. \$746/sh.)	67,140	67,140
Vanderbilt Co. Class B Common Stock (900 shs. \$708/sh.)	700,920	700,920
Total	7,240,078.17	6,803,708.79