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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

**2011**

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

For calendar year 2011 or tax year beginning , 2011, and ending , 20

Name of foundation <b>R T VANDERBILT TRUST</b>		A Employer identification number <b>06-6040981</b>						
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) <b>(336) 747-8186</b>						
1525 WEST WT HARRIS BLVD								
City or town, state, and ZIP code <b>CHARLOTTE, NC 28288-1114</b>								
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	C If exemption application is pending, check here <input type="checkbox"/> D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity							
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return							
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change							
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation								
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 8,504,591.</b>		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)						

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	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	227,861.	227,861.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	207,922.			
	b Gross sales price for all assets on line 6a 1,794,928.				
	7 Capital gain net income (from Part IV, line 2)		207,922.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,750.			STMT 4
	12 Total. Add lines 1 through 11	439,533.	435,783.		
	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule) STMT. 5	65,481.	65,481.		
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT. 6	7,899.	2,908.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT. 7	9,854.			9,854
	24 Total operating and administrative expenses. Add lines 13 through 23	83,234.	68,389.	NONE	9,854
25 Contributions, gifts, grants paid	418,249.			418,249	
26 Total expenses and disbursements Add lines 24 and 25	501,483.	68,389.	NONE	428,103	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-61,950.				
b Net investment income (if negative, enter -0-)		367,394.			
c Adjusted net income (if negative, enter -0-)					

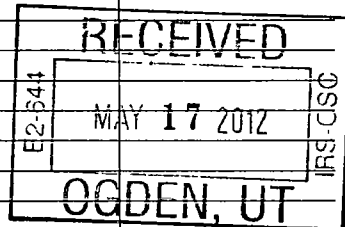
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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b> Cash - non-interest-bearing . . . . .			25,019.	25,019.
	<b>2</b> Savings and temporary cash investments . . . . .		80,520.	98,845.	98,845.
	<b>3</b> Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>4</b> Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	<b>5</b> Grants receivable . . . . .				
	<b>6</b> Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	<b>7</b> Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	<b>8</b> Inventories for sale or use . . . . .				
	<b>9</b> Prepaid expenses and deferred charges . . . . .				
	<b>10 a</b> Investments - U S and state government obligations (attach schedule), . . . . .				
	<b>b</b> Investments - corporate stock (attach schedule) . STMT 8 . . . . .		1,991,212.	3,499,896.	4,487,056.
	<b>c</b> Investments - corporate bonds (attach schedule) . STMT 11 . . . . .		4,151,395.	2,559,473.	2,690,902.
	<b>11</b> Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	<b>12</b> Investments - mortgage loans . . . . .				
	<b>13</b> Investments - other (attach schedule) . . . . . STMT 12 . . . . .		285,962.	285,962.	1,202,769.
	<b>14</b> Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶				
	<b>15</b> Other assets (describe ▶ )				
	<b>16 Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .		6,509,089.	6,469,195.	8,504,591.
<b>Liabilities</b>	<b>17</b> Accounts payable and accrued expenses . . . . .				
	<b>18</b> Grants payable . . . . .				
	<b>19</b> Deferred revenue . . . . .				
	<b>20</b> Loans from officers, directors, trustees, and other disqualified persons . . . . .				
	<b>21</b> Mortgages and other notes payable (attach schedule) . . . . .				
	<b>22</b> Other liabilities (describe ▶ )				
<b>Net Assets or Fund Balances</b>	<b>23 Total liabilities</b> (add lines 17 through 22) . . . . .				
	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b> Unrestricted . . . . .				
	<b>25</b> Temporarily restricted . . . . .				
	<b>26</b> Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.</b> ▶ <input checked="" type="checkbox"/> <b>X</b>				
	<b>27</b> Capital stock, trust principal, or current funds . . . . .		6,509,089.	6,469,195.	
	<b>28</b> Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	<b>29</b> Retained earnings, accumulated income, endowment, or other funds . . . . .				
	<b>30 Total net assets or fund balances</b> (see instructions) . . . . .		6,509,089.	6,469,195.	
	<b>31 Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		6,509,089.	6,469,195.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b> 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) . . . . .	<b>1</b>	6,509,089.
<b>2</b> Enter amount from Part I, line 27a . . . . .	<b>2</b>	-61,950.
<b>3</b> Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13 . . . . .	<b>3</b>	29,675.
<b>4</b> Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,476,814.
<b>5</b> Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 14 . . . . .	<b>5</b>	7,619.
<b>6</b> Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	<b>6</b>	6,469,195.

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**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(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)		
<b>a</b> 1,751,788.		1,587,006.	164,782.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
<b>a</b>			164,782.		
<b>b</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
<b>2 Capital gain net income or (net capital loss)</b>			<b>2</b>	207,922.	
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 7            If (loss), enter -0- in Part I, line 7         </div> </div>					
<b>3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):</b>			<b>3</b>		
<div style="display: flex; align-items: center;"> <div style="border-left: 1px solid black; padding-left: 5px;">           If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in            Part I, line 8         </div> </div>					

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2010	515,740.	8,560,484.	0.060247
2009	398,465.	6,544,339.	0.060887
2008	499,346.	8,902,778.	0.056089
2007	460,161.	10,177,982.	0.045211
2006	408,091.	8,671,466.	0.047061
<b>2 Total of line 1, column (d)</b>			<b>2</b> 0.269495
<b>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</b>			<b>3</b> 0.053899
<b>4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5</b>			<b>4</b> 8,897,093.
<b>5 Multiply line 4 by line 3</b>			<b>5</b> 479,544.
<b>6 Enter 1% of net investment income (1% of Part I, line 27b)</b>			<b>6</b> 3,674.
<b>7 Add lines 5 and 6</b>			<b>7</b> 483,218.
<b>8 Enter qualifying distributions from Part XII, line 4</b>			<b>8</b> 428,103.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	7,348.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		2	
3 Add lines 1 and 2 . . . . .		3	7,348.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	7,348.
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011 . . . . .	6a	3,980.	
b Exempt foreign organizations - tax withheld at source . . . . .	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	NONE	
d Backup withholding erroneously withheld . . . . .	6d		
7 Total credits and payments. Add lines 6a through 6d . . . . .	7	3,980.	
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	3,368.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .	10		
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .		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)? . . . . . If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year? . . . . .		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . If "Yes," attach a detailed description of the activities		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT		
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)			X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	X		
Website address <u>N/A</u>				
14	The books are in care of <u>WELLS FARGO BANK NA</u> Telephone no. <u>(336) 747-8186</u>			
	Located at <u>1W 4TH STREET, WINSTON SALEM, NC</u> ZIP + 4 <u>27101</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u>			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <u></u>	Yes	No	X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input 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 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 2011?		X
1c		
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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If "Yes," list the years <u></u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		X
2b		
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u></u>		
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 2011 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 2011)		
3b		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X
4b		

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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 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 instructions)? ☐ Yes ☒ NoOrganizations 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

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

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 16		-0-	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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 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
<b>Total</b> 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 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 instructions	
3 NONE	
<b>Total.</b> Add lines 1 through 3 . . . . .	

Form 990-PF (2011)



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	8,880,887.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	151,695.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	9,032,582.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	9,032,582.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	135,489.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	8,897,093.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	444,855.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	444,855.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	7,348.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	7,348.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	437,507.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	437,507.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	437,507.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	428,103.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	428,103.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	428,103.

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

**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				437,507.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .			411,597.	
<b>b</b> Total for prior years: 20 <u>09</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
<b>3</b> Excess distributions carryover, if any, to 2011:				
<b>a</b> From 2006 . . . . .	NONE			
<b>b</b> From 2007 . . . . .	NONE			
<b>c</b> From 2008 . . . . .	NONE			
<b>d</b> From 2009 . . . . .	NONE			
<b>e</b> From 2010 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4: ► \$ <u>428,103.</u>				
<b>a</b> Applied to 2010, but not more than line 2a . . . . .			411,597.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2011 distributable amount . . . . .				16,506.
<b>e</b> Remaining amount distributed out of corpus . . . . .	NONE			
<b>5</b> Excess distributions carryover applied to 2011 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	NONE			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 . . . . .				421,001.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . . . .	NONE			
<b>b</b> Excess from 2008 . . . . .	NONE			
<b>c</b> Excess from 2009 . . . . .	NONE			
<b>d</b> Excess from 2010 . . . . .	NONE			
<b>e</b> Excess from 2011 . . . . .	NONE			



**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)				
<b>a</b> Paid during the year				
SEE STATEMENT 17				
<b>Total</b> . . . . .			<b>3a</b>	418,249.
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	



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

<p><b>1</b> Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p>		Yes	No
<p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p>			
<p>(1) Cash . . . . .</p>	<b>1a(1)</b>		X
<p>(2) Other assets . . . . .</p>	<b>1a(2)</b>		X
<p><b>b</b> Other transactions:</p>			
<p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p>	<b>1b(1)</b>		X
<p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p>	<b>1b(2)</b>		X
<p>(3) Rental of facilities, equipment, or other assets . . . . .</p>	<b>1b(3)</b>		X
<p>(4) Reimbursement arrangements . . . . .</p>	<b>1b(4)</b>		X
<p>(5) Loans or loan guarantees . . . . .</p>	<b>1b(5)</b>		X
<p>(6) Performance of services or membership or fundraising solicitations . . . . .</p>	<b>1b(6)</b>		X
<p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p>	<b>1c</b>		X
<p><b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.</p>			

[illegible]

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

**b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

**Sign  
Here**

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

Signature of officer or trustee

Date \_\_\_\_\_

**Title**

VANDERBILT FOUNDATION

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date

2	Check <input type="checkbox"/> if self-employed
---	---

PTIN

KAREN JILES

Firm's name ► WELLS FARGO BANK, N.A.

Firm's address ► 1525 W W.T. HARRIS BLVD. D1114-044  
CHARLOTTE, NC 28288

Firm's EIN ► 94-3080771

Phone no 704-427-6882

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
AFLAC INC COM	1,230.	1,230.
AMERICAN EXPRESS CO COM	648.	648.
AMERIPRISE FINANCIAL INC	740.	740.
AON CORP COM	88.	88.
ARTIO TOTAL RETURN BD FD CL I #1524	16,522.	16,522.
BRISTOL-MYERS SQUIBB CO COM	2,303.	2,303.
CAPITAL ONE FINL CORP COM RTS EXP 11/29/	143.	143.
CARDINAL HLTH INC COM	861.	861.
CENTURYTEL INC COM	4,330.	4,330.
CHEVRONTXACO CORP COM	1,669.	1,669.
CHUBB CORP COM	1,748.	1,748.
CIMAREX ENERGY CO	247.	247.
CISCO SYS INC COM W/RIGHTS ATTACHED EXPI	59.	59.
COLGATE-PALMOLIVE CO COM	1,589.	1,589.
COMCAST CORP NEW CL A	146.	146.
DEVON ENERGY CORP NEW COM	348.	348.
DOW CHEM CO COM	488.	488.
DREYFUS/THE BOSTON CA S/C - I #6944	1,330.	1,330.
EXXON MOBIL CORP COM	1,388.	1,388.
FEDERATED STRAT VAL DIV FD IS #662	1,564.	1,564.
GAP INC COM	148.	148.
GENERAL ELEC CO COM	1,740.	1,740.
GENERAL MILLS INC COM W/RTS EXP 02/01/20	1,334.	1,334.
HEWLETT-PACKARD CO COM	864.	864.
HOME DEPOT INC COM	1,264.	1,264.
HONEYWELL INTL INC COM	934.	934.
ING REAL ESTATE FUND CL-I #2190	5,052.	5,052.
INTEL CORP COM	1,565.	1,565.
INTL BUSINESS MACHINES CORP COM	3,620.	3,620.
JP MORGAN CHASE & CO COM	992.	992.
JOHNSON & JOHNSON COM	4,500.	4,500.
KELLOGG CO COM	2,238.	2,238.

DML890 5892 05/03/2012 12:54:14

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
L-3 COMMUNICATIONS HLDGS INC COM	338.	338.
LAUDUS MONDRIAN INTL FI-INST #2940	8,968.	8,968.
MCDONALDS CORP COM	1,012.	1,012.
MICROSOFT CORP COM	1,768.	1,768.
NATIONAL OILWELL INC COM	153.	153.
NIKE INC CL B COM	682.	682.
OCCIDENTAL PETE CORP COM	898.	898.
PIMCO FDS PAC INVT MGMT SER LOW DURATION	16,253.	16,253.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	16,044.	16,044.
PIMCO TOTAL RETURN III-INSTL #105	17,353.	17,353.
PIMCO EMERG MKTS BD-INST #137	10,765.	10,765.
PNC FINL SVCS GROUP INC COM W/RIGHTS ATT	300.	300.
PRAXAIR INC COM	1,400.	1,400.
PROCTER & GAMBLE CO COM	3,291.	3,291.
QUALCOMM INC COM W/RTS ATTACHED	215.	215.
ROSS STORES INC COM	858.	858.
SSGA EMERGING MARKETS FD S #1510	9,233.	9,233.
STATE STR CORP COM	390.	390.
TARGET CORP COM	935.	935.
TEXAS INSTRS INC COM	1,008.	1,008.
3M CO COM	1,320.	1,320.
UNITED TECHNOLOGIES CORP COM	4,103.	4,103.
UNITEDHEALTH GRP INC COM	490.	490.
UNUMPROVIDENT CORP COM	425.	425.
VANGUARD S/T BD IND SIGNAL #1349	2,342.	2,342.
VANGUARD INFLAT-PROT SECS-ADM #5119	6,001.	6,001.
WELLPOINT INC	440.	440.
WELLS FARGO ADV S/T H/Y-ADM #3769	9,996.	9,996.
WELLS FARGO ADV INTL EQ FD INS #4117	10,928.	10,928.
WELLS FARGO ULT ST INC-INS	4,189.	4,189.
WYNN RESORTS LTD	1,238.	1,238.
ACE LIMITED	1,156.	1,156.
TE CONNECTIVITY LTD	140.	140.



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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
TYCO ELECTRONICS LTD F	124.	124.
RT VANDERBILT COMPANY, INC.	31,347.	31,347.
FEDERATED TREAS OBL FD 68	6.	6.
WF ADV HERITAGE MM FD-INSTL #3106	60.	60.
	-----	-----
TOTAL	227,861.	227,861.
	=====	=====

R T VANDERBILT TRUST

06-6040981

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

REVENUE  
AND  
EXPENSES  
PER BOOKS  
-----

DESCRIPTION  
-----

US REFUND

3,750.

TOTALS

-----  
3,750.  
=====

STATEMENT 4

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
WELLS FARGO BANK FEES	65,481.	65,481.
	-----	-----
TOTALS	65,481.	65,481.
	=====	=====

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL TAX PAYMENT - PRIOR YE	1,123.	
FEDERAL ESTIMATES - PRINCIPAL	3,868.	
FOREIGN TAXES ON QUALIFIED FOR	2,908.	2,908.
	-----	-----
TOTALS	7,899.	2,908.
	=====	=====

R T VANDERBILT TRUST

06-6040981

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
GRANT ADMINISTRATIVE EXPENSE	9,806.	9,806.
OFFICE EQUIPMENT	48.	48.
TOTALS	----- 9,854. =====	----- 9,854. =====

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
364760108 GAP INC		
580135101 MCDONALDS CORP	24,692.	40,132.
654106103 NIKE INC		
778296103 ROSS STORES	37,060.	92,684.
194162103 COLGATE PALMOLIVE	45,661.	64,673.
370334104 GENERAL MILLS	37,341.	46,067.
487836108 KELLOGG CO	57,620.	67,764.
742718109 PROCTOR & GAMBLE	71,121.	106,736.
166764100 CHEVRON CORP	35,708.	57,456.
171798101 CIMAREX ENERGY		
25179M103 DEVON ENERGY CORP	12,038.	32,240.
30231G102 EXXON MOBIL CORP	51,614.	63,570.
674599105 OCCIDENTAL PETE CORP	33,884.	47,787.
001055102 AFLAC INC	46,470.	43,260.
025816109 AMERICAN EXPRESS	35,667.	42,453.
03076C106 AMERIPRISE FINL	33,390.	42,194.
037389103 AON CORP		
171232101 CHUBB CORP	44,573.	78,565.
46625H100 JPMORGAN CHASE & CO	45,285.	41,230.
693475105 PNC FINANCIAL SVC		
857477103 STATE STREET CORP		
91529Y106 UNUM GROUP	23,257.	22,650.
110122108 BRISTOL MYERS SQUIBB	37,535.	61,494.
14149Y108 CARDINAL HEALTH INC	35,102.	42,641.
478160104 JOHNSON & JOHNSON	24,881.	131,160.
58405U102 MEDCO HEALTH SOLUTIO		
91324P102 UNITEDHEALTH GROUP	27,968.	40,544.
94973V107 WELLPOINT INC	15,942.	29,150.
369604103 GENERAL ELECTRIC	47,430.	53,730.

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
502424104 L-3 COMMUNICATIONS		
913017109 UNITED TECHNOLOGIES	82,760.	160,798.
88579Y101 3M CO		
17275R102 CISCO SYSTEMS INC		
428236103 HEWLETT PACKARD	55,902.	69,552.
458140100 INTEL CORP	27,637.	48,500.
459200101 INTERNATIONAL BUS	83,677.	202,268.
594918104 MICROSOFT CORP	67,103.	67,496.
882508104 TEXAS INSTRUMENTS		
74005P104 PRAXAIR INC	34,438.	74,830.
81211K100 SEALED AIR CORP		
156700106 CENTURLINK INC	45,231.	55,540.
H0023R105 ACE LIMITED	47,379.	59,602.
22544R305 CREDIT SUISSE COMMOD	121,000.	140,195.
44981V706 ING RE FUNDING	121,000.	244,707.
057224107 BAKER HUGHES INC COM	26,763.	26,752.
14040H105 CAPITAL ONE FINANCIA	65,140.	57,092.
20030N101 COMCAST CORP CLASS A	27,386.	30,823.
26203E836 DREYFUS/THE BOSTON C	65,504.	101,396.
26203E851 DREYFUS/THE BOSTON C	386,428.	324,721.
314172560 FEDERATED STRAT VAL	100,000.	108,725.
345370860 FORD MOTOR COMPANY	60,840.	43,040.
38142Y401 GOLDMAN SACHS GRTH O	234,287.	320,202.
437076102 HOME DEPOT INC	59,776.	67,264.
438516106 HONEYWELL INTERNATIO	55,674.	48,915.
637071101 NATIONAL OILWELL INC	32,350.	30,596.
744573106 PUBLIC SVC ENTERPRIS	31,869.	33,010.
747525103 QUALCOMM INC	25,389.	27,350.
784924425 SSGA EMERGING MARKET	382,768.	401,649.

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART II - CORPORATE STOCK  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
87612E106 TARGET CORP	55,583.	56,342.
882508104 TEXAS INSTRUMENTS IN	46,260.	52,398.
94984B348 WELLS FARGO ADV INTL	300,173.	360,253.
983134107 WYNN RESORTS LTD	33,340.	24,860.
	-----	-----
TOTALS	3,499,896.	4,487,056.
	=====	=====



R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
04315J209 ARTIO TOTAL RTN BD	611,280.	609,303.
51855Q655 LAUDUS MONDRAIN	172,403.	184,512.
693390841 PIMCO HIGH YIELD	205,016.	260,877.
693390304 PIMCO LOW DURATION	420,728.	432,518.
693390866 PIMCO TOTAL RTN FD	505,049.	526,006.
922031737 VANGUARD INFLATION	125,185.	146,429.
921937850 VANGUARD SHORT TERM	112,312.	115,219.
94975P843 WELLS FARGO ADVTG	207,500.	206,736.
949917744 WELLS FARGO ADVTG		
693391559 PIMCO EMERGING MKT	200,000.	209,302.
26203E836 DREYFUS/THE BOSTON		
26203E851 DREYFUS/THE BOSTON		
38142Y401 GOLDMAN SACHS GRWTH		
784924425 SSGA EMERGING MKTS		
94984B348 WELLS FARGO ADVTG		
TOTALS	2,559,473.	2,690,902.
	=====	=====

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART II - OTHER INVESTMENTS

=====

COST/  
FMV

C OR F

DESCRIPTION

-----

ENDING

FMV

ENDING  
BOOK VALUE

-----

RT VANDERBILT SHARES

C

1,202,769.

TOTALS

285,962.

1,202,769.

285,962.

1,202,769.

=====

=====

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION	AMOUNT
-----	-----

MUTUAL FUND TAX EFFECTIVE DATE BEFORE TYE	29,675.
	-----
TOTAL	29,675.
	=====

STATEMENT 13

R T VANDERBILT TRUST

06-6040981

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

=====

DESCRIPTION

AMOUNT

-----

-----

MUTUAL FUND TAX EFFECTIVE DATE AFTER TYE

7,619.

-----

TOTAL

7,619.

=====

STATEMENT 14

R T VANDERBILT TRUST

06-6040981

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

=====

NAME:

See attached

STATEMENT 15



## R.T. Vanderbilt Trust

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

H. B. VANDERBILT, JR.  
CHAIRMAN

December 7, 2011

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

Re: R. T. Vanderbilt Charitable Trust

Dear Sir or Madame:

It is my pleasure to inform you that the Trustees of the R. T. Vanderbilt Charitable Trust ("Foundation") have approved a grant in the amount of \$1,000.00 to the Silver Shield Association.

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 Jonnie Miller 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 the Foundation

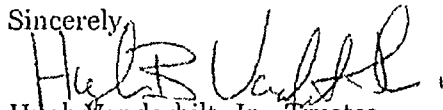
## 5. Return of Unused Funds

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 Wendy Miller. 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.

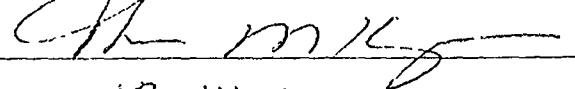
Sincerely,



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

ACCEPTED AND AGREED THIS 12<sup>th</sup> DAY OF December 2011,

Name of Grantee Silver Shield Association

BY: 

DATE: 12-14-11





**R.T. Vanderbilt Trust**

H B VANDERBILT  
CHAIRMAN

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

December 7, 2011

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

Re: R. T. Vanderbilt Charitable Trust

Dear Doris:

It is my pleasure to inform you that the Trustees of the R. T. Vanderbilt Charitable Trust ("Foundation") have approved a grant in the amount of \$2,500.00 to Middle Patent Cemetery.

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 Jonnie Miller 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 the Foundation

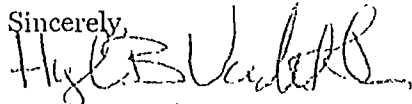
## 5. Return of Unused Funds

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 Wendy Miller. 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., Trustee  
R. T. Vanderbilt Charitable Trust

ACCEPTED AND AGREED THIS 11<sup>th</sup> DAY OF Dec. 2011,

Name of Grantee: The Middle Patent Rural Cemetery Assoc.

BY: Lorin Finch Watson, Secy-Treas.

DATE: Dec. 11, 2011.

H B VANDERBILT, JR  
CHAIRMAN



**R.T. Vanderbilt Trust**

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

December 7, 2011

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

Re: R. T. Vanderbilt Charitable Trust

Dear Sir or Madame:

It is my pleasure to inform you that the Trustees of the R. T. Vanderbilt Charitable Trust ("Foundation") have approved a grant in the amount of \$4,500.00 to Hyde Hall Inc.

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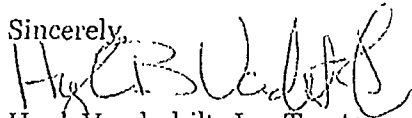
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On behalf of the Foundation, may I extend every good wish for the success of your work.

Sincerely,



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

ACCEPTED AND AGREED THIS 12th DAY OF December 2011,

Name of Grantee: Hyde Hall, Inc.

BY: Jonathan Maney, Executive Director

DATE: 12.12.2011



R.T. Vanderbilt Trust

H B VANDERBILT, JR  
CHAIRMAN

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

December 20, 2011

Founders Hall  
Attention: Lynda Gutman  
193 Danbury Road  
Ridgefield, CT 06877

Re: R. T. Vanderbilt Charitable Trust

Dear Ms. Gutman:

It is my pleasure to inform you that the Trustees of the R. T. Vanderbilt Charitable Trust ("Foundation") have approved a grant in the amount of \$1,000 to Founders Hall.

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.

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



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

Sincerely,  
  
Paul Vanderbilt, Trustee  
R. T. Vanderbilt Charitable Trust

ACCEPTED AND AGREED THIS 20<sup>th</sup> DAY OF December 2011,

Name of Grantee: Founders Hall

BY: 

DATE: 12/20/11

R T VANDERBILT TRUST

06-6040981

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

=====

OFFICER NAME:

RT 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

STATEMENT 16

R T VANDERBILT TRUST

06-6040981

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

RECIPIENT NAME:

See Attached

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL PURPOSES

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID ..... 418,249.

TOTAL GRANTS PAID:

418,249.

=====

STATEMENT 17

R. T. VANDERBILT TRUST  
FORM 990 - PF  
YEAR ENDED DECEMBER 31, 2011  
CONTRIBUTIONS  
PART 1 - LINE 25

2011

12/16/2011	Abilis, Inc , 50 Glenville St , Greenwich, CT 06831	\$1,500 00
12/20/2011	Al's Angels, 342 Greens Farm Road, Westport, CT 06880	10,000 00
12/16/2011	The American University of Paris, 6, rue du Colonel Combes, 75007 Paris, France	1,000 00
3/23/2011	American Red Cross, P O Box 4002018, Des Moines, IA 50340-2018 - Japan Earthquake and Pacific Tsunami	1,000 00
12/16/2011	Amogerone Volunteer Fire Co #1, Inc , Central Fire Station, PO Box 121, Greenwich, CT 06836-0121	1,000 00
12/20/2011	Angels Community Clinic, 1005 Poplar Street, Murray, KY 42071 - From Vanderbilt Chemical	500 00
12/16/2011	Arizona-Sonora Desert Museum, 2021 North Kinney Rd, Tucson, AZ 85743-8918 - unrestricted	3,000 00
12/16/2011	Aspen Theatre in the Park, 110 E Hallam St , Suite 103, Aspen, CO 81611	1,000 00
12/16/2011	Audubon Center in Greenwich, 613 Riversville Rd , Greenwich, CT 06831	4,000 00
12/20/2011	Best Friends Animal Society, 5001 Angel Canyon Road, Kanab, UT 84741-5000	2,000 00
12/16/2011	Brunswick School, 100 Maher Ave , Greenwich, CT 06830	2,000 00
12/16/2011	Call-A-Ride of Greenwich, Inc , 37 Lafayette Place, Collyer Center, Greenwich, CT 06830	1,000 00
12/16/2011	Cape Elizabeth Land Trust, 330 Ocean House Rd , Cape Elizabeth, ME 04107 to be assigned to Robinson Woods II	4,000 00
12/28/2011	Camping and Education Foundation, 3515 Michigan Ave , Suite #1, Cincinnati, OH 45208	2,000 00
12/16/2011	Children of Tanzania, Inc 3 Little Cove Place, Old Greenwich, CT 06878	1,000 00
12/16/2011	Colonial Williamsburg Foundation, P O Box 1776, Williamsburg, VA 23187-1776	1,000 00
12/16/2011	Connecticut Audubon Society, 2325 Burr Street, Fairfield, CT 06824 for Banks South Endowment	50,000 00
12/16/2011	Connecticut Audubon Society, 2325 Burr Street, Fairfield, CT 06824 for General Operations	50,000 00
12/20/2011	Connecticut Audubon Society, 2325 Burr Street, Fairfield, CT 06824	5,000 00
12/20/2011	Connecticut Humane Society, 701 Russell Road, Newington, CT 06111	1,000 00
12/20/2011	Connecticut Public Broadcasting, Inc , 1049 Asylum Avenue, Hartford, CT 06105-2411	1,500 00
12/16/2011	Family Centers, 40 Arch St , P O Box 7550, Greenwich, CT 06836-7550	1,000 00
12/16/2011	First Presbyterian Church Nursery School, 37 Lafayette Place, Greenwich, CT 06830	2,000 00
12/20/2011	Founders Hall, 193 Danbury Road, Ridgefield, CT 06877	1,000 00
12/27/2011	Galapagos Conservancy, Inc , 11150 Fairfax Blvd , Suite 408, Fairfax, VA 22030	5,000 00
12/16/2011	Garden Education Center of Greenwich (Montgomery Pinetum) 130 Bible St , P O Box 1600, Cos Cob, CT 06807	1,000 00
12/20/2011	Gettysburg College, Alumni Giving, 300 N Washington St , Box 423, Gettysburg, PA 17325-1400	1,000 00
12/20/2011	Gettysburg College, Alumni Giving, 300 N Washington St , Box 423, Gettysburg, PA 17325 -1400	500 00
12/20/2011	Gettysburg College, Alumni Giving, 300 N Washington St , Box 423, Gettysburg, PA 17325 -1400	500 00
12/20/2011	The Greater University Fund, University of Denver, 2190 East Asbury Ave , Denver, CO 80208	1,000 00
12/16/2011	Greenwich Academy Annual Giving, 200 North Maple Ave , Greenwich, CT 06830	4,000 00
12/16/2011	Greenwich Country Day School, PO Box 623, Greenwich, CT 06836-0623 - must be used for Capital Campaign	10,000 00
12/16/2011	Greenwich Country Day School, PO Box 623, Greenwich, CT 06836-0623 - must be used for Annual fund	2,000 00
12/16/2011	Greenwich Emergency Medical Services, Inc , 1111 East Putnam Ave , Riverside, CT 06878	3,000 00
12/16/2011	Greenwich Hospital, 5 Perryridge Rd, Greenwich, CT 06830-4697	4,000 00
12/16/2011	The Greenwich Land Trust, 132 East Putnam Ave , 2 East, Suite D, Cos Cob, CT 06807	500 00
12/16/2011	Historical Society of the Town of Greenwich, Inc , 39 Strickland Road, Cos Cob, CT 06807	68,000 00
12/16/2011	The Hole in the Wall Gang, 555 Long Wharf Drive, New Haven, CT 06511	2,000 00
12/20/2011	Holy Family Church, 700 Old Stratfield Road, Fairfield, CT 06825	5,100 00
12/20/2011	Hopalong Hollow Rabbit Rescue & Adoption, Inc , c/o Linda Thibault, 1 Woodside Ave , Norwalk, CT 06855-1418	5,000 00
12/16/2011	Hospice of Southern Maine, 180 U S Route One #1, Scarborough, ME 04074	1,000 00
12/16/2011	Housatonic Resource Recovery Authority, Old Town Hall, 162 Whisconier Road, Brookfield, CT 06804	800 00
12/20/2011	Hyde Hall Inc , P O Box 721, Cooperstown, NY 13326	4,500 00
12/16/2011	Maine Medical Center, 22 Bramhall Street, Portland, ME 04102-3175 - to be used for the Ob-Gyn Dept	1,000 00
12/20/2011	Mamasasco Lake Improvement Fund, Inc , P O Box 246, Ridgefield, CT 06877	500 00
12/16/2011	The Maritime Aquarium at Norwalk, 10 North Water Street, Norwalk, CT 06854	2,000 00
12/16/2011	Mayo Clinic, Dept of Development, 200 First St , SW, Rochester, MN 55905 - in honor of Dr. Frye	9,000 00
12/20/2011	Meals on Wheels, 25 Gilbert Street, Ridgefield, CT 06877	500 00
12/16/2011	The Metropolitan Museum of Art, 1000 Fifth Ave , NY, NY 10028-0198 - Education	13,000 00
12/16/2011	The Middle Patent Rural Cemetery Association, c/o Doris Finch Watson, Banksville Road, R F D No 4, Bedford, NY 10506	2,500 00
12/27/2011	Murray Calloway Need Line Assoc Inc , 638 South 4th Street , Murray, KY 42071 - from Vanderbilt Chemical	500 00
12/20/2011	Music for Youth, Inc , P O Box 403, Westport, CT 06881	20,000 00
5/17/2011	National Trust for Historic Preservation, 1785 Massachusetts Ave , NW, Washington, DC 20036	10,000 00
12/16/2011	Newtown Historical Society, P O Box 189, Newtown, CT 06470	1,000 00
12/16/2011	Park Avenue Armory, 643 Park Avenue, New York, NY 10065	3,000 00
12/16/2011	Pathways Inc , 175 Milbank Ave , Greenwich, CT 06830	1,000 00
12/16/2011	Planned Parenthood Federation of America, Inc , 434 West 33rd St , New York, NY 10001 (to be used for Stamford/Greenwich)	1,000 00
12/16/2011	Planned Parenthood Federation of America, Inc , 434 West 33rd St , New York, NY 10001 (International)	25,000 00
12/16/2011	Planned Parenthood Federation of America, Inc 434 West 33rd St , New York, NY 10001 (World Population)	16,349 00
12/20/2011	Ridgefield Library Association-Guardian Society, 472 Main Street, Ridgefield, CT 06877-4585	2,500 00

12/20/2011	Ridgefield Operation for Animal Rescue, 45 South Street, Ridgefield, CT 06877-0043	1,000 00
12/20/2011	The Ridgefield Playhouse, 80 East Ridge Avenue, Ridgefield, CT 06877	2,000 00
12/30/2011	Rollins College, Director of Advancement Services, 1000 Holt Ave - 2756, Winter Park, FL 32789-4499	4,000 00
12/16/2011	The Salvation Army, Southern New England Div , 855 Asylum Av, Hartford, CT 06105	2,000 00
12/16/2011	Santa Cruz Art League 526 Broadway, Santa Cruz, CA 95060	500 00
12/16/2011	Silver Shield Association, Inc , P O Box 1123, Greenwich, CT 06836	1,000 00
12/16/2011	Special Olympics Connecticut, 2666 State St, Suite 1, Hamden, CT 06517-2232	1,000 00
12/16/2011	Stepping Stones Museum for Children, Inc , Mathews Park, 303 West Avenue, Norwalk, CT 06850	500 00
12/20/2011	St Joseph's Indian School, Chamberlain, SD 57326	500 00
12/16/2011	St Luke's Church-Our Lady of the Lakes, P O Box 333, Oquossoc, ME 04964-0333	3,000 00
12/20/2011	St Luke's Foundation, 377 North Wilton Road, New Canaan, CT 06840	500 00
12/20/2011	St Matthew Church, 216 Scnbner Avenue, Norwalk, CT 06854-1326	10,000 00
12/20/2011	Town of Ridgefield, Town Hall, 400 Main Street, Ridgefield, CT 06877 for Professional Firefighters	1,000 00
12/20/2011	Town of Ridgefield, Town Hall, 400 Main Street, Ridgefield, CT 06877 for the Holiday Trust Fund	500 00
12/16/2011	Treetops Chamber Music Society, PO Box 8151, Stamford, CT 06905	2,000 00
12/20/2011	Visiting Nurse Association of Ridgefield, 90 East Ridge, Ridgefield, CT 06877-4645	500 00
12/16/2011	University of Notre Dame Annual Fund, 1100 Grace Hall, Notre Dame, IN 46556	2,000 00
12/16/2011	Wayside Evening Soup Kitchen, 185 Lancaster St , Suite 204, P O Box 1278, Portland, ME 04104	1,000 00
12/16/2011	W G Mallet School, 116 Middle Street, Farmington, ME 04938	3,000 00
12/20/2011	Wildlife Conservation Society, 2300 Southern Blvd , Bronx, New York 10460	5,000 00
12/16/2011	Willa Cather Foundation, 413 North Webster St, Red Cloud, NE 68970	1,000 00
12/16/2011	YMCA, 370 West Avenue, Norwalk, CT 06850	1,000 00

Total

\$418,249 00

**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 instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2011**

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 instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>1a</b> SHORT-TERM CAPITAL GAIN DIVIDENDS					7,394.
<b>b</b> Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .					<b>1b</b> -3,003.
<b>2</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .					<b>2</b>
<b>3</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>3</b>
<b>4</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .					<b>4</b> ( )
<b>5</b> <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ►					<b>5</b> 4,391.

**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 instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
<b>6a</b> LONG-TERM CAPITAL GAIN DIVIDENDS					35,746.
<b>b</b> Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .					<b>6b</b> 167,785.
<b>7</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .					<b>7</b>
<b>8</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .					<b>8</b>
<b>9</b> Capital gain distributions . . . . .					<b>9</b>
<b>10</b> Gain from Form 4797, Part I . . . . .					<b>10</b>
<b>11</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .					<b>11</b> ( )
<b>12</b> <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ►					<b>12</b> 203,531.

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

Schedule D (Form 1041) 2011

<b>Part III Summary of Parts I and II</b>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>Caution: Read the instructions before completing this part.</b>				
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		4,391.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		203,531.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		207,922.

**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

<b>16</b>	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	<b>16</b>	( )
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**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** in 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 **Schedule D Tax Worksheet** in 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 **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	<b>17</b>	
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>	
<b>19</b>	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) . .	<b>19</b>	
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>	
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . ▶	<b>21</b>	
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>	
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>	
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>	
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>	
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>	
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the smaller of line 17 or line 22	<b>27</b>	
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>	
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>	
<b>30</b>	Multiply line 29 by 15% ( 15) . . . . .	<b>30</b>	
<b>31</b>	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>	
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>	
<b>33</b>	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>	
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>	

Schedule D (Form 1041) 2011

Department of the Treasury  
Internal Revenue Service

► See instructions for Schedule D (Form 1041).

OMB No. 1545-0092

2011

Employer identification number

06-6040981

[illegible]

<b>1b Total.</b> Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . .	-3,003.00
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**For Paperwork Reduction Act Notice, see the Instructions for Form 1041.**

Schedule D-1 (Form 1041) 2011



Employer identification number

06-6040981

[illegible]

<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .	167,785.00
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Schedule D-1 (Form 1041) 2011