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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning

, and ending

Name of foundation STODDARD CHARITABLE TRUST		A Employer identification number 04-6023791
Number and street (or P O box number if mail is not delivered to street address) 370 MAIN STREET 12TH FLOOR	Room/suite	B Telephone number 508-459-8000
City or town, state, and ZIP code WORCESTER, MA 01608-1779		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☐ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☒ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 77,952,642.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		102,519.	102,315.		STATEMENT 1
4 Dividends and interest from securities		2,977,420.	2,840,682.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,128,851.			
b Gross sales price for all assets on line 6a	39,307,291.				
7 Capital gain net income (from Part IV, line 2)			1,128,851.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		<60,128.>	7,287.		STATEMENT 3
12 Total. Add lines 1 through 11		4,148,662.	4,079,135.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees	STMT 4	338,000.	169,000.		169,000.
c Other professional fees	STMT 5	65,317.	32,658.		32,659.
17 Interest	STMT 6	30,315.	30,315.		0.
18 Taxes		61,770.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 7	133,029.	21,155.		3,052.
24 Total operating and administrative expenses. Add lines 13 through 23		628,431.	253,128.		204,711.
25 Contributions, gifts, grants paid		3,905,314.			3,905,314.
26 Total expenses and disbursements. Add lines 24 and 25		4,533,745.	253,128.		4,110,025.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<385,083.>			
b Net investment income (if negative, enter -0-)			3,826,007.		
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED NOV 27 2013
Revenue
Operating and Administrative Expenses14
9
16

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	<1.>		
	2 Savings and temporary cash investments	1,413,649.	964,762.	964,762.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 8	39,519,009.	38,867,298.	52,172,649.
	c Investments - corporate bonds STMT 9	1,498,953.	903,413.	995,454.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 10	19,013,779.	20,306,658.	22,904,272.
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 11)	924,510.	915,505.	915,505.
	16 Total assets (to be completed by all filers)	62,369,899.	61,957,636.	77,952,642.
	17 Accounts payable and accrued expenses			
	18 Grants payable	3,017,000.		
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	3,017,000.	0.	
	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	59,352,899.	61,957,636.	
	30 Total net assets or fund balances	59,352,899.	61,957,636.	
	31 Total liabilities and net assets/fund balances	62,369,899.	61,957,636.	

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	59,352,899.
2	Enter amount from Part I, line 27a	2	<385,083.>
3	Other increases not included in line 2 (itemize) ▶ DECREASE IN GRANTS PAYABLE	3	3,017,000.
4	Add lines 1, 2, and 3	4	61,984,816.
5	Decreases not included in line 2 (itemize) ▶ PARTNERSHIP BASIS ADJUSTMENTS	5	27,180.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	61,957,636.

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				
b SEE ATTACHED STATEMENTS				
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 39,307,291.		38,258,477.	1,128,851.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,128,851.

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	1,128,851.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 }		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	4,047,121.	75,939,532.	.053294
2010	3,156,001.	69,823,455.	.045200
2009	2,755,893.	59,448,395.	.046358
2008	3,659,273.	74,369,615.	.049204
2007	4,026,957.	85,888,910.	.046886

2 Total of line 1, column (d)	2	.240942
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	.048188
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	77,830,330.
5 Multiply line 4 by line 3	5	3,750,488.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	38,260.
7 Add lines 5 and 6	7	3,788,748.
8 Enter qualifying distributions from Part XII, line 4	8	4,110,025.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	38,260.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	38,260.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	38,260.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	26,634.
5 Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	25,000.
a 2012 estimated tax payments and 2011 overpayment credited to 2012		6d	
b Exempt foreign organizations - tax withheld at source		7	51,634.
c Tax paid with application for extension of time to file (Form 8868)		8	162.
d Backup withholding erroneously withheld		9	
7 Total credits and payments. Add lines 6a through 6d		10	13,212.
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		11	0.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax ☒ 13,212. Refunded ☐			

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 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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?	X	
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) <u>MA</u>		
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 2012 or the taxable year beginning in 2012 (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)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	13	X	
14	The books are in care of ▶ <u>FLETCHER TILTON PC</u> Telephone no. ▶ <u>(508) 459-8000</u> Located at ▶ <u>370 MAIN STREET 12TH FLOOR, WORCESTER, MA</u> ZIP+4 ▶ <u>01608-1779</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	0.
16	At any time during calendar year 2012, 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 ▶	16	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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ ☐	1b	X
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 2012?	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 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? If "Yes," list the years ▶ _____, _____, _____	☐ Yes ☒ 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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2012 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 2012)	N/A	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 2012?		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

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

N/A

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

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

6b

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
WARNER S. FLETCHER	CHAIRMAN/TTEE			
11 MONMOUTH ROAD				
WORCESTER, MA 01606	10.00	0.	0.	0.
ALLEN W. FLETCHER	TRUSTEE			
53 ELM STREET				
WORCESTER, MA 01608	1.00	0.	0.	0.
JUDITH S. KING	TREAS/TTEE			
140 MAIN STREET				
SOUTHBORO, MA 01772	1.00	0.	0.	0.
VALERIE S. LORING	SEC/TTEE			
16 MILITARY ROAD				
WORCESTER, MA 01609	1.00	0.	0.	0.

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

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

Total number of other employees paid over \$50,000

0

Form 990-PF (2012)

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	77,030,613.
b	Average of monthly cash balances	1b	1,984,950.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	79,015,563.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	79,015,563.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,185,233.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	77,830,330.
6	Minimum investment return. Enter 5% of line 5	6	3,891,517.

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

1	Minimum investment return from Part X, line 6	1	3,891,517.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	38,260.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	38,260.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,853,257.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,853,257.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,853,257.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,110,025.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,110,025.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	38,260.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,071,765.

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 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				3,853,257.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			473,256.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$ 4,110,025.				
a Applied to 2011, but not more than line 2a			473,256.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				3,636,769.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				216,488.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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				
ALLIANCE BERNSTEIN HOLDING 1345 AVENUE OF THE AMERICA'S NEW YORK, NY 10105	NONE		K-1 CHARITABLE PARTNERSHIP	110.
ALLIANCE RESOURCE PARTNERS P.O. BOX 22027 TULSA, OK 74121-2027	NONE		K-1 CHARITABLE PARTNERSHIP	205.
TERRA NITROGEN COMPANY 4 PARKWAY NORTH, SUITE 400 DEERFIELD, IL 60015-2590	NONE		K-1 CHARITABLE PARTNERSHIP	5.
NATURAL RESOURCE PARTNERS 601 JEFFERSON STREET, SUITE 3600 HOUSTON, TX 77002	NONE		K-1 CHARITABLE PARTNERSHIP	88.
SEE ATTACHED LIST	NONE	PUBLIC	VARIOUS	3,904,842.
Total SEE CONTINUATION SHEET(S) ▶ 3a				3,905,314.
b Approved for future payment				
SEE ATTACHED LIST	NONE	PUBLIC	VARIOUS	970,000.
Total ▶ 3b				970,000.

Part XVII

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions:

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

May the IRS discuss this return with the preparer shown below (see instr)?

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

SANDRA ZDONCZYK

Firm's name ▶ **FLETCHER TILTON PC**

11/13/13

P00178350

Firm's address ► 370 MAIN STREET, SUITE 1250
WORCESTER, MA 01608-1779

Firm's EIN ► 04-2628601

Phone no. (508) 459-8000

Form **990-PF** (2012)

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 ATTACHED - FT & CO ST COVERED	P		
b	SEE ATTACHED - FT & CO ST NON COVERED	P		
c	SEE ATTACHED - FT & CO LT COVERED	P		
d	SEE ATTACHED - FT & CO LT NON COVERED	P		
e	ENTERPRISE PRODUCTS PARTNERS	P		
f	ENTERPRISE PRODUCTS PARTNERS 1231 GAIN	P		
g	ENERGY TRANSFER PARTNERS- 1231 GAIN	P		
h	AMERIGAS PARTNERS - 1231 GAIN	P		
i	PLAINS ALL AMERICAN PARTNERS	P		
j	PLAINS ALL AMERICAN PARTNERS - 1231 GAIN	P		
k	BREITBURN ENERGY PARTNERS - 1231 GAIN	P		
l	COMPASS DIVERSIFIED HOLDINGS	P		
m	NATURAL RESOURCE PARTNERS - 1231 GAIN	P		
n	REGENCY ENERGY PARTNERS LP - 1231 GAIN	P		
o	ALLIANCE BERNSTEIN HOLDINGS	P		

(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	31,266,935.	31,028,976.	237,959.
b	211,450.	204,002.	7,448.
c	624,160.	650,423.	<26,263.>
d	7,124,204.	6,375,076.	749,128.
e			16,651.
f			<394.>
g			<1,042.>
h			65.
i			<5.>
j			7.
k			<158.>
l			19,857.
m			35,795.
n			<501.>
o			7,991.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			237,959.
b			7,448.
c			<26,263.>
d			749,128.
e			16,651.
f			<394.>
g			<1,042.>
h			65.
i			<5.>
j			7.
k			<158.>
l			19,857.
m			35,795.
n			<501.>
o			7,991.

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

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

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 ALLIANCE BERNSTEIN HOLDINGS		P		
b KINDER MORGAN ENERGY PARTNERS - 1231 GAIN		P		
c MASTHEAD ENDEAVOUR		P		
d ALLIANCE RESOURCE PARTNERS 1231 GAIN		P		
e MARKWEST ENERGY PARTNERS LP - 1231		P		
f CAPITAL GAINS DIVIDENDS				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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			2,893.
b			<1,125.>
c			<2.>
d			6.
e			<1.>
f 80,542.			80,542.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			2,893.
b			<1,125.>
c			<2.>
d			6.
e			<1.>
f			80,542.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	1,128,851.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

04-6023791

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
FTW&CO - CORP INT	68,423.
FTW&CO - TAX EXEMPT	204.
FTW&CO - US OBL INT	33,892.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	102,519.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
ALLIANCE BERNSTEIN K-1 DIV	727.	0.	727.
ALLIANCE BERNSTEIN K-1-INT	775.	0.	775.
ALLIANCE RESOURCE K-1-INT	52.	0.	52.
ALLIANCE RESOURCE PARTNERS- DIV	635.	0.	635.
AMERIGAS PARTNERS - INT	213.	0.	213.
COMPASS DIVERSIFIED K-1 DIV	39,502.	0.	39,502.
COMPASS DIVERSIFIED K-1 INT	31,571.	0.	31,571.
ENERGY TRANSFER PARTNERS - K-1 DIV	4,346.	0.	4,346.
ENERGY TRANSFER PARTNERS - K-1 INT	1,647.	0.	1,647.
ENTERPRISE PRODUCTS K-1 - DIV	23.	0.	23.
ENTERPRISE PRODUCTS K-1 - INT	68.	0.	68.
FTW&CO - CAP GAIN DIV	80,542.	80,542.	0.
FTW&CO - DIVIDENDS	2,742,890.	0.	2,742,890.
FTW&CO - NON DIV DIST	136,738.	0.	136,738.
INERGY, LP - K-1 - DIV	71.	0.	71.
KINDER MORGAN ENERGY - K-1 DIV	720.	0.	720.
KINDER MORGAN ENERGY - K-1-INT	1,376.	0.	1,376.
LINN ENERGY - K-1 INT	170.	0.	170.
MARKWEST ENERGY PARTNERS K-1-DIV	11,559.	0.	11,559.
MARKWEST ENERGY PARTNERS K-1-INT	2,706.	0.	2,706.
NATURAL RESOURCE PARTNERS K-1 INT	1,039.	0.	1,039.
PAA NATURAL GAS STORAGE - INT	2.	0.	2.
PLAINS ALL AMERICAN K-1 DIV	265.	0.	265.
PLAINS ALL AMERICAN K-1 INT	106.	0.	106.
REGENCY ENERGY PARTNERS - INT	119.	0.	119.
SUNOCO LOGISTIC PARTNERS - DIV	98.	0.	98.
TERRA NITROGEN K-1 - INT	2.	0.	2.
TOTAL TO FM 990-PF, PART I, LN 4	3,057,962.	80,542.	2,977,420.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
K-1: NATURAL RESOURCES-ROYALTY	7,287.	7,287.	
TAX REFUND MA	9,701.	0.	
FEDERAL REFUND	20,129.	0.	
PARTNERSHIP K-1 ORDINARY LOSS	<97,245.>	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	<60,128.>	7,287.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FLETCHER TILTON PC	338,000.	169,000.		169,000.
TO FORM 990-PF, PG 1, LN 16B	338,000.	169,000.		169,000.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FTW & CO	65,317.	32,658.		32,659.
TO FORM 990-PF, PG 1, LN 16C	65,317.	32,658.		32,659.

FORM 990-PF	TAXES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX WITHHELD	58,502.	0.		0.
US TREASURY PYMTS	3,268.	0.		0.
TO FORM 990-PF, PG 1, LN 18	61,770.	0.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
K-1 DEDUCTIBLE EXPENSES	17,903.	17,903.		0.
CYBERGRANTS	2,552.	0.		2,552.
ADR TAX RECLAMATION FEE	3,252.	3,252.		0.
COMM OF MASS FILING FEE PC	500.	0.		500.
COMM OF MASS FILING FEE FIRST TIMOTHY	670.	0.		0.
K-1 NON-DEDUCTIBLE EXPENSES	9,858.	0.		0.
K-1 INTANGIBLE DRILLING COSTS	98,294.	0.		0.
TO FORM 990-PF, PG 1, LN 23	133,029.	21,155.		3,052.

FORM 990-PF	CORPORATE STOCK		STATEMENT	8
DESCRIPTION	BOOK VALUE		FAIR MARKET VALUE	
EQUITY STOCK	36,172,649.		50,863,053.	
MUTUAL FUNDS	2,694,649.		1,309,596.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	38,867,298.		52,172,649.	

FORM 990-PF	CORPORATE BONDS	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	903,413.	995,454.
TOTAL TO FORM 990-PF, PART II, LINE 10C	903,413.	995,454.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
LIMITED PARTNERSHIPS	COST	4,730,762.	8,582,483.
PREFERRED STOCK	COST	15,575,896.	14,321,789.
TOTAL TO FORM 990-PF, PART II, LINE 13		20,306,658.	22,904,272.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
CAMBRIDGE SEMANTICS INC	200,000.	200,000.	200,000.
FIRST TIMOTHY FIVE THREE LC	724,510.	715,505.	715,505.
TO FORM 990-PF, PART II, LINE 15	924,510.	915,505.	915,505.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 12
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

WARNER S. FLETCHER 370 MAIN STREET 12TH FLOOR, WORCESTER, MA 01608

TELEPHONE NUMBER

508-459-8000

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE MADE BY LETTER SUBMITTED IN QUINTUPPLICATE SUMMARIZING A REQUEST, TOGETHER WITH BACKGROUND INFORMATION. INCLUDE A COPY OF THE IRS TAX EXEMPTION LETTER.

ANY SUBMISSION DEADLINES

APPLICATIONS SHOULD BE RECEIVED TWO OR MORE WEEKS PRIOR TO ONE OF FIVE OR SIX YEARLY DISTRIBUTION MEETINGS.

RESTRICTIONS AND LIMITATIONS ON AWARDS

GRANTS ARE AWARDED IN THE CULTURAL, EDUCATIONAL AND SOCIAL SERVICE NEED AREAS IN THE CITY OF WORCESTER ONLY.

2012 Tax Information Statement

Payer's Name and Address:
FTW & CO
370 MAIN STREET, 12TH FLOOR
WORCESTER, MA 01608

Account Number: 37567510
Recipient's Tax ID Number: 04-6023791
Payer's Federal ID Number: 26-3619428
Payer's State ID Number: MA
State: MA

Recipient's Name and Address:
STODDARD CHARITABLE TRUST
FLETCHER TILTON, PC
370 MAIN STREET, 12TH FL
WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip		Description (Box 8)		Stock or Other Symbol (Box 1d)				Sto		Bonds, etc.		Cost or Other Basis		Wash Sale Loss Disallowed		Net Gain or Loss		Federal Income Tax Withheld		State Tax Withheld	
Quantity Sold	Date of Sale or Exchange	Date of Acquisition																			
(Box 1e)	(Box 1a)	(Box 1b)						(Box 2a)		(Box 3)		(Box 5)		(Box 4)		(Box 15)					
Short Term Sales Reported on 1099-B																					
010392306	ALABAMA POWER CO PFD 4.52%																				
5763.0000	07/16/2012	04/09/2012					546,032.01		544,603.50		0.00		1,428.51		0.00						
013817200	ALCOA INC PFD \$3.75																				
14947.0000	09/25/2012	07/19/2012					1,286,160.53		1,285,442.00		0.00		718.53		0.00						
02361D852	AMEREN ILL CO DEPOSITARY SH REPSTG 1/4 SH PFD																				
2400.0000	04/05/2012	08/09/2011					60,406.65		59,328.00		0.00		1,078.65		0.00						
02361D852	AMEREN ILL CO DEPOSITARY SH REPSTG 1/4 SH PFD																				
8043.0000	04/05/2012	08/23/2011					202,437.77		202,281.45		0.00		156.32		0.00						
02361D209	AMEREN ILL CO PFD 4%																				
6751.0000	06/11/2012	05/30/2012					564,708.49		567,084.00		0.00		-2,375.51		0.00						
02361D209	AMEREN ILL CO PFD 4%																				
358.0000	06/11/2012	03/09/2012					29,946.03		29,893.00		0.00		53.03		0.00						
02361D209	AMEREN ILL CO PFD 4%																				
4520.0000	07/30/2012	04/11/2012					380,801.46		372,900.00		0.00		7,901.46		0.00						
02361D209	AMEREN ILL CO PFD 4%																				
2231.0000	07/30/2012	03/09/2012					187,957.54		186,288.50		0.00		1,669.04		0.00						

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported. The taxpayer is ultimately responsible for the accuracy of their own tax return.

2012 Tax Information Statement

Payer's Name and Address:
FTW & CO
370 MAIN STREET, 12TH FLOOR
WORCESTER, MA 01608

Account Number: 37567510
Recipient's Tax ID Number: 04-6023791
Payer's Federal ID Number: 26-3619428
Payer's State ID Number: MA
State: MA

Recipient's Name and Address:
STODDARD CHARITABLE TRUST
FLETCHER TILTON, PC
370 MAIN STREET, 12TH FL
WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.
Covered (Box 6a is not checked)

Cusip	Description (Box 8)	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol (Box 1d)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
02361D803	AMEREN ILL CO PFD 4.08%	4000.0000	06/13/2012	04/02/2012	359,991.93	358,000.00	0.00	1,991.93	0.00	0.00
02361D308	AMEREN ILL CO PFD 4.25%	4655.0000	06/12/2012	02/28/2012	407,303.37	404,985.00	0.00	2,318.37	0.00	0.00
02361D878	AMEREN ILL CO PFD 4.26%	5000.0000	11/08/2012	06/19/2012	489,989.02	487,500.00	0.00	2,489.02	0.00	0.00
02361D845	AMEREN ILL CO PFD 4.7%	2000.0000	10/11/2012	07/12/2012	195,995.60	195,420.00	0.00	575.60	0.00	0.00
02361D407	AMEREN ILL CO PFD 4.9%	3830.0000	08/07/2012	06/04/2012	374,374.11	374,382.50	0.00	-8.39	0.00	0.00
02361D506	AMEREN ILL CO PFD 4.92%	4000.0000	04/05/2012	02/15/2012	379,991.48	379,000.00	0.00	991.48	0.00	0.00
144141207	CAROLINA POWER & LIGHT CO PFD \$4.20	5000.0000	03/21/2012	03/02/2012	441,242.05	440,000.00	0.00	1,242.05	0.00	0.00
153609201	CENTRAL HUDSON GAS & ELEC CO PFD 4.5%	4955.0000	04/26/2012	03/07/2012	489,295.28	488,067.50	0.00	1,227.78	0.00	0.00
153609300	CENTRAL HUDSON GAS & ELEC CO PFD 4.75%	4008.0000	09/10/2012	08/08/2012	412,814.75	412,824.00	0.00	-9.25	0.00	0.00

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FTW & CO
370 MAIN STREET, 12TH FLOOR
WORCESTER, MA 01608

Account Number: 37567510
Recipient's Tax ID Number: 04-6023791
Payer's Federal ID Number: 26-3619428
Payer's State ID Number: MA
State: MA

Recipient's Name and Address:
STODDARD CHARITABLE TRUST
FLETCHER TILTON, PC
370 MAIN STREET, 12TH FL
WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

Reported to the IRS is Sales Price of stocks, bonds etc., less commissions and option premiums.

Covered (Box 6a is not checked)

Cusip	Description (Box 8)	Date of Sale or Exchange	Date of Acquisition	Stock or Other Symbol (Box 1d)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 15)
(Box 1e)	(Box 1a)	(Box 1b)		(Box 2a)				
153609870	CENTRAL HUDSON GAS & ELEC CO PFD 4.96%	03/08/2012	01/11/2012	744,361.60	742,500.00	0.00	1,861.60	0.00
210518205	CONSUMERS ENERGY CO PFD \$4.16							
3068.0000		03/07/2012	01/17/2012	268,445.16	265,382.00	0.00	3,063.16	0.00
210518205	CONSUMERS ENERGY CO PFD \$4.16							
955.0000		10/10/2012	08/14/2012	89,767.98	89,053.75	0.00	714.23	0.00
210518205	CONSUMERS ENERGY CO PFD \$4.16							
7228.0000		12/12/2012	06/14/2012	677,609.82	674,011.00	0.00	3,598.82	0.00
240019406	DAYTON PWR & LT CO PFD SER C 3.90%							
4500.0000		03/30/2012	08/04/2011	366,741.78	351,000.00	0.00	15,741.78	0.00
240019406	DAYTON PWR & LT CO PFD SER C 3.90%							
1500.0000		04/11/2012	08/04/2011	122,997.24	117,000.00	0.00	5,997.24	0.00
240019406	DAYTON PWR & LT CO PFD SER C 3.90%							
3000.0000		04/11/2012	06/20/2011	245,994.49	229,500.00	0.00	16,494.49	0.00
266228709	DUQUESNE LIGHT CO PFD 4.20%							
4564.0000		01/04/2012	11/01/2011	193,966.27	191,688.00	0.00	2,278.27	0.00
29364D209	ENTERGY ARK INC PFD \$4.32							
2403.0000		06/26/2012	05/08/2012	220,470.31	219,874.50	0.00	595.81	0.00

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FTW & CO
370 MAIN STREET, 12TH FLOOR
WORCESTER, MA 01608

Account Number: 37567510
Recipient's Tax ID Number: 04-6023791
Payer's Federal ID Number: 26-3619428
Payer's State ID Number: MA
State: MA

Recipient's Name and Address:
STODDARD CHARITABLE TRUST
FLETCHER TILTON, PC
370 MAIN STREET, 12TH FL
WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

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Covered (Box 6a is not checked)

Cusip	Description (Box 8)	Stock or Other Symbol (Box 1d)	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
29364D506	ENTERGY ARK INC PFD 4.72%		2729.0000	01/30/2012	09/21/2011	255,975.28	243,563.25	0.00	12,412.03	0.00	0.00
29364D506	ENTERGY ARK INC PFD 4.72%		2042.0000	01/30/2012	12/13/2011	191,535.92	191,437.50	0.00	98.42	0.00	0.00
29364D407	ENTERGY ARK INC PFD SER 1965 \$4.56		3.0000	04/13/2012	08/16/2011	274.49	257.25	0.00	17.24	0.00	0.00
29364N405	ENERGY MISS INC PFD 4.92%		6865.0000	05/31/2012	01/09/2012	667,606.29	665,905.00	0.00	1,701.29	0.00	0.00
29364P301	ENERGY NEW ORLEANS INC PFD 4.75%		1634.0000	07/23/2012	05/09/2012	160,945.39	160,540.50	0.00	404.89	0.00	0.00
29364P400	ENERGY NEW ORLEANS INC PFD 5.56%		1632.0000	10/04/2012	04/24/2012	165,644.29	164,832.00	0.00	812.29	0.00	0.00
29364P400	ENERGY NEW ORLEANS INC PFD 5.56%		8565.0000	10/04/2012	02/02/2012	869,328.02	869,347.50	0.00	-19.48	0.00	0.00
341099208	FLORIDA PWR CORP PFD \$4		466.0000	11/19/2012	10/23/2012	44,502.00	44,503.00	0.00	-1.00	0.00	0.00
341099208	FLORIDA PWR CORP PFD \$4		3764.0000	11/19/2012	10/15/2012	359,453.95	359,462.00	0.00	-8.05	0.00	0.00

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Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)													
341099406	FLORIDA PWR CORP PFD 4.58%														
7290.0000	06/28/2012	04/18/2012				708,936.61		708,952.50		0.00		-15.89		0.00	0.00
341099505	FLORIDA PWR CORP PFD 4.6%														
8214.0000	02/01/2012	12/30/2011				763,887.33		763,902.00		0.00		-14.67		0.00	0.00
341099877	FLORIDA PWR CORP PFD 4.75%														
5000.0000	02/01/2012	11/16/2011				482,740.73		482,500.00		0.00		240.73		0.00	0.00
391164209	GREAT PLAINS ENERGY INC PFD 3.80%														
6000.0000	04/19/2012	09/15/2011				515,988.44		465,000.00		0.00		50,988.44		0.00	0.00
391164506	GREAT PLAINS ENERGY INC PFD 4.50%														
1926.0000	08/22/2012	05/04/2012				189,706.75		189,711.00		0.00		-4.25		0.00	0.00
391164506	GREAT PLAINS ENERGY INC PFD 4.50%														
6470.0000	08/22/2012	11/22/2011				637,280.72		635,677.50		0.00		1,603.22		0.00	0.00
419866207	HAWAIIAN ELECTRIC CO INC PFD 4.25%														
8281.0000	02/22/2012	12/23/2011				154,851.91		154,026.60		0.00		825.31		0.00	0.00
455434209	INDIANAPOLIS PWR & LT CO PFD 4%														
2500.0000	06/21/2012	04/16/2012				221,245.04		220,000.00		0.00		1,245.04		0.00	0.00
575634209	MASSACHUSETTS ELEC CO PFD 4.44%														
3820.0000	04/13/2012	02/23/2012				369,576.72		368,630.00		0.00		946.72		0.00	0.00

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Cusip	Description (Box 8)	Quantity Sold (Box 1e)	Date of Sale or Exchange (Box 1a)	Date of Acquisition (Box 1b)	Stocks or Other Symbol (Box 1d)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	Federal Income Tax Withheld (Box 15)	State Tax Withheld (Box 15)
575634209	MASSACHUSETTS ELEC CO PFD 4.44%	1250.0000	04/13/2012	02/23/2012	120,934.79	120,625.00	0.00	309.79	0.00	0.00
552690307	MDU RESOURCES GROUP PFD 4.7%	4157.0000	03/28/2012	02/24/2012	399,478.75	399,072.00	0.00	406.75	0.00	0.00
595620402	MID AMERICAN ENERGY CO PFD \$3.30	6850.0000	05/03/2012	01/30/2012	520,588.33	515,462.50	0.00	5,125.83	0.00	0.00
595620808	MID AMERICAN ENERGY CO PFD \$4.35	9003.0000	05/07/2012	11/02/2011	814,753.24	809,369.70	0.00	5,383.54	0.00	0.00
595620808	MID AMERICAN ENERGY CO PFD \$4.35	5066.0000	05/07/2012	12/16/2011	458,462.73	455,433.40	0.00	3,029.33	0.00	0.00
649840204	NEW YORK ST ELEC & GAS CO PFD 3.75%	6790.0000	02/10/2012	11/14/2011	590,718.65	587,335.00	0.00	3,383.65	0.00	0.00
653522201	NIAGARA MOHAWK PWR CORP PFD 3.40%	1423.0000	01/04/2012	10/12/2011	123,798.62	122,733.75	0.00	1,064.87	0.00	0.00
653522201	NIAGARA MOHAWK PWR CORP PFD 3.40%	1352.0000	01/04/2012	11/28/2011	117,621.74	119,652.00	0.00	2,030.26	0.00	0.00
653522201	NIAGARA MOHAWK PWR CORP PFD 3.40%	6675.0000	03/15/2012	02/07/2012	602,407.91	604,087.50	0.00	1,679.59	0.00	0.00

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State:

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FLETCHER TILTON, PC
370 MAIN STREET, 12TH FL
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Covered (Box 6a is not checked)

CUSIP		Description (Box 8)		Stock or Other Symbol (Box 1d)				Federal Income Tax Withheld (Box 15)	
Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis (Box 3)	Wash Sale Loss Disallowed (Box 5)	Net Gain or Loss (Box 4)	State Tax Withheld (Box 15)		
653522201	NIAGARA MOHAWK PWR CORP PFD 3.40%								
1352.0000	03/15/2012	10/12/2011	122,015.80	116,610.00	0.00	5,405.80	0.00		
653522300	NIAGARA MOHAWK PWR CORP PFD 3.6%								
4040.0000	06/14/2012	02/17/2012	381,771.44	381,780.00	0.00	-8.56	0.00		
653522409	NIAGARA MOHAWK PWR CORP PFD 3.90%								
1180.0000	07/12/2012	06/11/2012	114,457.43	114,106.00	0.00	351.43	0.00		
67021C305	NSTAR ELECTRIC CO PFD 4.78%								
5000.0000	07/06/2012	04/26/2012	498,988.82	498,750.00	0.00	238.82	0.00		
694308800	PACIFIC GAS & ELECTRIC CO 1ST PFD 4.50%								
6000.0000	07/31/2012	05/25/2012	142,496.80	142,200.00	0.00	296.80	0.00		
694308883	PACIFIC GAS & ELECTRIC CO PFD 4.36%								
30000.0000	02/28/2012	01/06/2012	698,987.41	697,500.00	0.00	1,487.41	0.00		
695114306	PACIFICORP PFD 4.56%								
12920.0000	07/18/2012	11/29/2011	1,240,292.21	1,240,320.00	0.00	-27.79	0.00		
695114306	PACIFICORP PFD 4.56%								
766.0000	07/18/2012	01/03/2012	73,534.35	73,536.00	0.00	-1.65	0.00		
695114702	PACIFICORP PFD 5.40%								
2100.0000	07/18/2012	12/07/2011	209,995.29	211,050.00	0.00	-1,054.71	0.00		

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695114702	PACIFICORP PFD 5.40%	3986.0000	10/09/2012	12/07/2011		400,982.61	400,593.00	0.00	389.61	0.00	0.00
695114702	PACIFICORP PFD 5.40%	2100.0000	10/09/2012	11/08/2011		211,255.27	210,000.00	0.00	1,255.27	0.00	0.00
693304503	PECO ENERGY CO PFD SER D \$4.68	1060.0000	07/11/2012	03/09/2012		104,937.64	104,834.00	0.00	103.64	0.00	0.00
693304503	PECO ENERGY CO PFD SER D \$4.68	302.0000	10/23/2012	05/07/2012		29,897.33	29,747.00	0.00	150.33	0.00	0.00
693304503	PECO ENERGY CO PFD SER D \$4.68	2525.0000	10/23/2012	03/09/2012		249,969.40	249,722.50	0.00	246.90	0.00	0.00
74251V201	PRINCIPAL FINANCIAL GROUP INC SER A PFD 5.563%	2000.0000	08/08/2012	05/29/2012		192,495.69	191,000.00	0.00	1,495.69	0.00	0.00
74251V201	PRINCIPAL FINANCIAL GROUP INC SER A PFD 5.563%	4000.0000	08/08/2012	03/29/2012		384,991.37	382,000.00	0.00	2,991.37	0.00	0.00
74340W202	PROLOGIS INC PFD SERIES Q PERPETUAL/CALLABLE	2500.0000	07/10/2012	03/09/2012		151,246.61	150,625.00	0.00	621.61	0.00	0.00
842400301	SOUTHERN CALIF EDISON CO PFD 4.24%	20000.0000	06/11/2012	09/23/2011		441,190.11	440,000.00	0.00	1,190.11	0.00	0.00

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842400509	SOUTHERN CALIF EDISON CO PFD 4.78%	14000.0000	08/02/2012	05/18/2012		345,932.25	345,100.00	0.00	832.25	0.00	0.00
842400731	SOUTHERN CALIF EDISON CO PFD SHS SER C	5000.0000	01/12/2012	11/10/2011		494,990.49	495,000.00	0.00	-9.51	0.00	0.00
857477509	STATE STREET CORP DEP SHS REPSTG 1/4000 OWNERSHIP INT IN S	10000.0000	12/05/2012	08/14/2012		251,294.37	250,000.00	0.00	1,294.37	0.00	0.00
888339207	TITANIUM METALS CORP COM NEW	13500.0000	11/12/2012	02/28/2012		221,800.02	202,525.65	0.00	19,274.37	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	3250.0000	02/09/2012	07/11/2011		244,232.81	219,375.00	0.00	24,857.81	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	4747.0000	02/09/2012	10/04/2011		356,730.20	332,290.00	0.00	24,440.20	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	8000.0000	10/18/2012	07/10/2012		641,985.61	640,000.00	0.00	1,985.61	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	4910.0000	11/19/2012	07/18/2012		391,514.62	388,381.00	0.00	3,133.62	0.00	0.00
927804401	VIRGINIA ELEC & PWR CO PFD \$4.20	3399.0000	06/04/2012	04/30/2012		344,990.77	344,998.50	0.00	-7.73	0.00	0.00

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Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks, Bonds, etc.	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld	State Tax Withheld				
(Box 1e)	(Box 1a)	(Box 1b)	(Box 2a)	(Box 3)	(Box 5)		(Box 4)	(Box 15)				
927804500	VIRGINIA ELEC & PWR CO PFD \$4.80											
1000.0000	06/18/2012	03/27/2012	99,497.77	99,500.00	0.00	-2.23	0.00	0.00				
927804500	VIRGINIA ELEC & PWR CO PFD \$4.80											
4674.0000	06/18/2012	02/15/2012	465,052.58	465,063.00	0.00	-10.42	0.00	0.00				
938837200	WASHINGTON GAS & LT CO PFD 4.25%											
4000.0000	04/13/2012	03/27/2012	374,191.61	374,000.00	0.00	191.61	0.00	0.00				
976826206	WISCONSIN PWR & LT CO PFD 4.40%											
3436.0000	05/29/2012	10/07/2011	328,130.65	322,296.80	0.00	5,833.85	0.00	0.00				
976826206	WISCONSIN PWR & LT CO PFD 4.40%											
5525.0000	05/29/2012	02/21/2012	527,625.68	545,593.75	0.00	-17,968.07	0.00	0.00				
976826602	WISCONSIN PWR & LT CO PFD 4.96%											
1832.0000	01/03/2012	10/19/2011	181,364.51	180,452.00	0.00	912.51	0.00	0.00				
976826602	WISCONSIN PWR & LT CO PFD 4.96%											
1000.0000	08/30/2012	05/31/2012	100,047.75	100,000.00	0.00	47.75	0.00	0.00				
Total Short Term Sales Reported on 1099-B			31,266,934.63	31,028,976.35	0.00	237,958.28	0.00	0.00				

Long Term Sales Reported on 1099-B

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Covered (Box 6a is not checked)

Cusip		Description (Box 8)		Stock or Other Symbol (Box 1d)																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																																													
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Report on Form 8949, Part II, with Box A checked

2012 Tax Information Statement

Page 18 of 44

Account Number: 37567510
 Recipient's Tax ID Number: 04-6023791
 Payer's Federal ID Number: 26-3619428
 Payer's State ID Number: MA
 State: MA

Payer's Name and Address:
 FTW & CO
 370 MAIN STREET, 12TH FLOOR
 WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

2012 Form 1099-B: Proceeds from Broker and Barter Exchange Transactions

OMB No. 1545-0715

Reported to the IRS is Sales Price of stocks, bonds, etc., less commissions and option premiums.
 For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip (Box 1e)	Description (Box 8)		Stock or Other Symbol (Box 1d)				Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
	Date of Sale or Exchange	Date of Acquisition	Stocks Bonds, etc. (Box 2a)	Cost or Other Basis	Wash Sale Loss Disallowed				
Short Term Sales Reported on 1099-B									
536020100	LINN ENERGY LLC								
5100.0000	10/02/2012	08/01/2012	211,450.43	204,001.53	0.00	7,448.90	0.00	0.00	
Total Short Term Sales Reported on 1099-B Report on Form 8949, Part I, with Box B checked			211,450.43	204,001.53	0.00	7,448.90	0.00	0.00	
Long Term 15% Sales Reported on 1099-B									
002824AQ3	ABBOTT LABS 03/18/2004 4.35% 03/15/2014								
300000.0000	12/10/2012	09/29/2004	315,318.00	296,676.00	0.00	18,642.00	0.00	0.00	
013817200	ALCOA INC PFD \$3.75								
2400.0000	02/02/2012	02/13/2007	199,196.17	190,800.00	0.00	8,396.17	0.00	0.00	
013817200	ALCOA INC PFD \$3.75								
1800.0000	02/02/2012	02/26/2007	149,397.13	142,200.00	0.00	7,197.13	0.00	0.00	
013817200	ALCOA INC PFD \$3.75								
1700.0000	02/02/2012	03/05/2007	141,097.29	133,450.00	0.00	7,647.29	0.00	0.00	
013817200	ALCOA INC PFD \$3.75								
1550.0000	02/02/2012	05/04/2007	128,647.53	120,900.00	0.00	7,747.53	0.00	0.00	

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2012 Tax Information Statement

Account Number: 37567510
 Recipient's Tax ID Number: 04-6023791
 Payer's Federal ID Number: 26-3619428
 Payer's State ID Number: MA
 State: MA

Payer's Name and Address:
 FTW & CO
 370 MAIN STREET, 12TH FLOOR
 WORCESTER, MA 01608

☐ Corrected ☐ 2nd TIN notice

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Quantity Sold	Description (Box 8)	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol (Box 1d)	Cost or Other Basis	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
	(Box 1e)	(Box 1a)		(Box 2a)					
037833100	APPLE COMPUTER INC COM	04/16/2012	11/06/2009	598,916.68	193,832.60	0.00	405,084.08	0.00	0.00
037833100	APPLE COMPUTER INC COM	04/16/2012	10/21/2009	598,916.68	208,448.80	0.00	390,467.88	0.00	0.00
17275R102	CISCO SYSTEMS INC COM	09/10/2012	11/30/1999	91,869.93	213,192.00	0.00	-121,322.07	0.00	0.00
17275R102	CISCO SYSTEMS INC COM	09/10/2012	04/26/2000	28,709.35	100,245.00	0.00	-71,535.65	0.00	0.00
17275R102	CISCO SYSTEMS INC COM	09/10/2012	06/10/2005	99,525.76	100,672.00	0.00	-1,146.24	0.00	0.00
263534208	DU PONT E I DE NEMOURS & CO CUM PFD \$3.50	01/06/2012	06/13/2005	412,492.08	374,505.95	0.00	37,986.13	0.00	0.00
263534208	DU PONT E I DE NEMOURS & CO CUM PFD \$3.50	01/06/2012	03/11/2004	824,984.16	800,000.00	0.00	24,984.16	0.00	0.00
268648102	EMC CORP MASS	02/03/2012	08/11/2003	419,991.91	445,015.94	0.00	-25,024.03	0.00	0.00
36962GH31	GENERAL ELEC CAP CORP 03/30/04 5% 03/30/19 MEDIUM TERM NT	03/30/2012	09/29/2004	300,000.00	298,055.95	0.00	1,944.05	0.00	0.00
37045V100	GENERAL MOTORS CO COM	02/03/2012	03/28/2005	15,507.22	55,424.25	0.00	-39,917.03	0.00	0.00

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2012 Tax Information Statement

Account Number: 37567510
 Recipient's Tax ID Number: 04-6023791
 Payer's Federal ID Number: 26-3619428
 Payer's State ID Number: MA
 State: ☐ Corrected ☐ 2nd TIN notice

Payer's Name and Address:
 FTW & CO
 370 MAIN STREET, 12TH FLOOR
 WORCESTER, MA 01608

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Cusip	Description (Box 8)	Date of Sale or Exchange (Box 1a)	Date of Acquisition	Quantity Sold (Box 1e)	Stocks, Bonds, etc. (Box 2a)	Cost or Other Basis (Box 2b)	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
37045V100	GENERAL MOTORS CO COM	02/03/2012	03/28/2005	1004.0000	25,862.54	92,373.75	0.00	-66,511.21	0.00	0.00
37045V100	GENERAL MOTORS CO COM	02/03/2012	06/16/2005	2044.0000	52,652.42	201,592.12	0.00	-148,939.70	0.00	0.00
456615103	INERGY LP	04/20/2012	07/07/2006	1900.0000	293,566.18	103,096.1	0.00	190,470.18	0.00	0.00
637215104	NATIONAL PRESTO INDUSTRIES INC	05/01/2012	08/20/2009	4600.0000	340,493.10	389,795.26	0.00	-49,302.16	0.00	0.00
637215104	NATIONAL PRESTO INDUSTRIES INC	05/02/2012	08/20/2009	1400.0000	102,113.15	118,633.34	0.00	-16,520.19	0.00	0.00
704549104	PEABODY ENERGY CORP COM	02/03/2012	10/22/2009	4500.0000	168,296.76	196,336.35	0.00	-28,039.59	0.00	0.00
828806109	SIMON PPTY GROUP INC NEW COM	01/06/2012	03/18/2009	189.2640	24,046.47	6,423.20	0.00	17,623.27	0.00	0.00
828806109	SIMON PPTY GROUP INC NEW COM	01/06/2012	06/22/2009	72.5420	9,216.65	3,835.71	0.00	5,380.94	0.00	0.00
828806109	SIMON PPTY GROUP INC NEW COM	01/06/2012	11/16/2004	4738.1940	601,999.67	291,759.04	0.00	310,240.63	0.00	0.00
84265V105	SOUTHERN COPPER CORP	02/29/2012	07/12/2005	1000	3.23	0.77	0.00	2.46	0.00	0.00

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2012 Tax Information Statement

Account Number: 37567510
 Recipient's Tax ID Number: 04-6023791
 Payer's Federal ID Number: 26-3619428
 Payer's State ID Number: MA
 State: ☐ Corrected ☐ 2nd TIN notice

Payer's Name and Address:
 FTW & CO
 370 MAIN STREET, 12TH FLOOR
 WORCESTER, MA 01608

Recipient's Name and Address:
 STODDARD CHARITABLE TRUST
 FLETCHER TILTON, PC
 370 MAIN STREET, 12TH FL
 WORCESTER, MA 01608

For noncovered securities (Box 6a is checked) shown on this statement, cost basis information including wash sale disallowed loss is not being reported to the IRS.

Cusip	Description (Box 8)	Quantity Sold	Date of Sale or Exchange	Date of Acquisition	Stocks or Other Symbol (Box 1d)	Cost or Other Basis (Box 2a)	Wash Sale Loss Disallowed	Net Gain or Loss	Federal Income Tax Withheld (Box 4)	State Tax Withheld (Box 15)
Y8565N102	TEEKAY TANKERS LTD CLA	14300.0000	09/10/2012	07/30/2010	57,341.68	190,886.41	0.00	133,544.73	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	300.0000	02/09/2012	01/28/2009	22,544.57	18,450.00	0.00	4,094.57	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	3200.0000	02/09/2012	03/10/2006	240,475.38	240,005.95	0.00	469.43	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	171.0000	02/09/2012	01/28/2009	12,850.40	10,516.50	0.00	2,333.90	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	1000.0000	02/09/2012	04/12/2006	75,148.56	74,750.00	0.00	398.56	0.00	0.00
906548201	UNION ELEC CO PFD \$3.50	2500.0000	02/09/2012	04/03/2007	187,871.39	186,875.00	0.00	996.39	0.00	0.00
906548409	UNION ELEC CO PFD SER 1969 \$4.00	7190.0000	02/01/2012	03/15/2007	565,482.64	560,820.00	0.00	4,662.64	0.00	0.00
906548409	UNION ELEC CO PFD SER 1969 \$4.00	250.0000	02/01/2012	11/17/2008	19,662.12	15,500.00	0.00	4,162.12	0.00	0.00
92240M108	VECTOR GROUP LTD	4500	10/01/2012	11/28/2007	7.47	7.78	0.00	-0.31	0.00	0.00
Total Long Term 15% Sales Reported on 1099-B					7,124,204.27	6,375,075.67	0.00	749,128.60	0.00	0.00
Report on Form 8949, Part II, with Box B checked										

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Stoddard Charitable Trust 2012 Payments

11 July 2013

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Abby's House	MA	6591756	Connie White	Approved	Cash	Paid	4/2/2012	\$25,000.00
Affected	MA	7122672	Connie White	Approved	Cash	Paid	6/25/2012	\$20,000.00
Aids Project Worcester	MA	7119182	Connie White	Approved	Cash	Paid	6/25/2012	\$15,000.00
American Antiquarian Society	MA	5826152	Connie White	Approved	Cash	Paid	9/14/2012	\$100,000.00
American Red Cross of Central Massachusetts	MA	7313287	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$30,000.00
Anna Maria College	MA	5608363	Connie White	Approved	Cash	Paid	6/27/2012	\$100,000.00
ARTSWorcester	MA	7086281	Connie White	Approved	Cash	Paid	6/25/2012	\$10,000.00
ARTSWorcester	MA	7313615	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$3,500.00
Athol Area YMCA	MA	7313389	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$5,000.00
Bancroft School	MA	7313592	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$5,000.00
Bancroft School	MA	7313593	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$5,000.00
Becker College	MA	5628630	Connie White	Approved	Cash	Paid	6/27/2012	\$100,000.00
Bottom Line (The)	MA	7313229	Connie White	Approved	Charitable Contribution	Paid	9/13/2012	\$5,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Boys and Girls Club of Worcester	MA	7313271	Connie White	Approved	Charitable Contribution	Paid	9/18/2012	\$15,593.00
Broad Meadow Brook Conservation Center and Wildlife Sanctuar	MA	7313571	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,500.00
Canal District Alliance	MA	7092406	Connie White	Approved	Cash	Paid	6/25/2012	\$5,000.00
CASA Project, Inc. (The)	MA	7119215	Connie White	Approved	Cash	Paid	6/25/2012	\$20,000.00
CENTER FOR NONVIOLENT SOLUTIONS INC	MA	4847710	Connie White	Approved	Cash	Paid	12/17/2012	\$12,000.00
Children's Friend, Inc.	MA	7313470	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$12,000.00
Clark University	MA	6399784	Connie White	Approved	Cash	Paid	12/17/2012	\$150,000.00
Common Ground Land Trust, Inc.	MA	6651641	Connie White	Approved	Cash	Paid	4/2/2012	\$50,000.00
Community Harvest Project, Inc.	MA	6799503	Connie White	Approved	Cash	Paid	4/2/2012	\$23,000.00
Community Healthlink	MA	5826230	Connie White	Approved	Cash	Paid	9/14/2012	\$10,000.00
Devereux Massachusetts	MA	6716760	Connie White	Approved	Cash	Paid	4/2/2012	\$25,000.00
Dismas House of Massachusetts, Inc.	MA	6967143	Connie White	Approved	Cash	Paid	6/25/2012	\$10,000.00
Dynamy, Inc.	MA	7313485	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$12,000.00
EcoTarium	MA	5500784	Connie White	Approved	Cash	Paid	12/17/2012	\$250,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
EcoTarium	MA	5500784	Connie White	Approved	Cash	Paid	6/27/2012	\$50,000.00
Ex-Prisoners and Prisoners Organizing for Community Advancement	MA	7313251	Connie White	Approved	Charitable Contribution	Paid	9/12/2012	\$3,000.00
First Baptist Church	MA	7313591	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$4,000.00
First Congregational Church of Holden	MA	7313595	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$2,000.00
First Night Worcester	MA	7282109	Connie White	Approved	Charitable Contribution	Paid	9/13/2012	\$8,000.00
Friendly House, Inc.	MA	7113551	Connie White	Approved	Cash	Paid	6/25/2012	\$12,000.00
Friends of the Worcester Public Library	MA	7313616	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$3,500.00
Girls Incorporated of Worcester	MA	6711393	Connie White	Approved	Charitable Contribution	Paid	8/3/2012	\$6,000.00
Girls Incorporated of Worcester	MA	7313270	Connie White	Approved	Charitable Contribution	Paid	9/18/2012	\$10,821.00
Girls Incorporated of Worcester	MA	7313427	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$40,000.00
Girls Incorporated of Worcester	MA	7313572	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$5,000.00
Greater Worcester Community Foundation, Inc.	MA	7313619	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$5,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Greater Worcester Land Trust	MA	7313349	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$150,000.00
Habitat for Humanity MetroWest/Greater Worcester	MA	7313295	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$20,000.00
Hanover Theatre for the Performing Arts	MA	5826246	Connie White	Approved	Cash	Paid	9/14/2012	\$150,000.00
Higgins Armory Museum	MA	6630422	Connie White	Approved	Cash	Paid	4/2/2012	\$50,000.00
Jericho Road Project, Inc.	MA	7313252	Connie White	Approved	Charitable Contribution	Paid	9/12/2012	\$10,000.00
Joy of Music Program, Inc.	MA	7313350	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$5,000.00
Joy of Music Program, Inc.	MA	6393510	Connie White	Approved	Cash	Paid	12/17/2012	\$50,000.00
Joy of Music Program, Inc.	MA	6393510	Connie White	Approved	Cash	Paid	12/17/2012	\$50,000.00
Joy of Music Program, Inc.	MA	7313594	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$5,000.00
Kennebunkport Conservation Trust	ME	7313573	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,500.00
Literacy Volunteers of Greater Worcester	MA	7139587	Connie White	Approved	Charitable Contribution	Paid	9/12/2012	\$6,000.00
Main South Community Development Corporation	MA	7313273	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$20,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Many Hands Sustainability Center, Inc.	MA	7112791	Connie White	Approved	Cash	Paid	6/25/2012	\$3,000.00
Massachusetts College of MA Pharmacy and Health Sciences	MA	4580357	Connie White	Approved	Cash	Paid	9/14/2012	\$150,000.00
Massachusetts Symphony MA Orchestra	MA	6929945	Connie White	Approved	Cash	Paid	6/25/2012	\$15,000.00
Mechanics Hall	MA	7313249	Connie White	Approved	Charitable Contribution	Paid	9/13/2012	\$100,000.00
Nativity School of Worcester, Inc.	MA	7313347	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$100,000.00
Notre Dame Academy	MA	7094365	Connie White	Approved	Cash	Paid	6/25/2012	\$50,000.00
Notre Dame Academy	MA	7094365	Connie White	Approved	Cash	Paid	12/17/2012	\$50,000.00
Oak Hill Community Development Corporation	MA	7113518	Connie White	Approved	Cash	Paid	6/25/2012	\$12,000.00
Pleasant Street Neighborhood Network Center	MA	6690648	Connie White	Approved	Cash	Paid	4/2/2012	\$7,000.00
Preservation Worcester, Inc.	MA	7016661	Connie White	Approved	Cash	Paid	6/25/2012	\$150,000.00
Quinsigamond Community College Foundation	MA	7112769	Connie White	Approved	Cash	Paid	6/25/2012	\$2,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Rachel's Table	MA	7313430	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$7,000.00
Rachel's Table	MA	7313574	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$7,500.00
Pathways for Change, Inc.	MA	7313391	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$10,000.00
Regional Environmental Council of Central Massachusetts	MA	7313458	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$10,000.00
Rise Above Foundation	MA	7313228	Connie White	Approved	Charitable Contribution	Paid	9/12/2012	\$5,000.00
Salem Community Corporation	MA	7313575	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$35,000.00
Salem Community Corporation	MA	7313576	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$15,000.00
Seven Hills Foundation	MA	7313428	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$150,000.00
Southborough Open Land Foundation Inc	MA	7313577	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,500.00
Southeast Asian Coalition of Central Mass, Inc.	MA	7113153	Connie White	Approved	Cash	Paid	6/25/2012	\$5,000.00
Southern Middlesex Opportunity Council (SMOC)	MA	7313479	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$75,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Special Olympics Massachusetts	MA	6691188	Connie White	Approved	Cash	Paid	4/2/2012	\$25,000.00
St John's Church	MA	6868213	Connie White	Approved	Cash	Paid	6/25/2012	\$15,000.00
Stone Soup Artist Activist Collective and Community Resource Center	MA	7313393	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$25,000.00
Straight Ahead Ministries, Inc.	MA	7313343	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$25,000.00
Sudbury Valley Trustees, Inc.	MA	7313578	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,500.00
Tenacity, Inc.	MA	6649260	Connie White	Approved	Cash	Paid	4/2/2012	\$10,000.00
Trinity College	CT	7313596	Connie White	Approved	Charitable Contribution	Paid	12/20/2012	\$4,000.00
United Way of Central Massachusetts	MA	6052798	Connie White	Approved	Cash	Paid	8/27/2012	\$120,000.00
University of Massachusetts Medical School	MA	6356661	Connie White	Approved	Cash	Paid	12/17/2012	\$100,000.00
Veterans, Inc.	MA	7313579	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$5,000.00
Wachusett Greenways	MA	7119204	Connie White	Approved	Cash	Paid	6/25/2012	\$20,000.00
Worcester Animal Rescue League	MA	7313580	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$5,000.00
Worcester Art Museum	MA	3740668	Connie White	Approved	Cash	Paid	12/17/2012	\$200,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Worcester Art Museum	MA	3740668	Connie White	Approved	Cash	Paid	12/17/2012	\$250,000.00
Worcester Center for Crafts	MA	7313581	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,500.00
Worcester Chamber Music Society	MA	7313613	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$3,000.00
Worcester Community Housing Resources, Inc.	MA	7313484	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$15,000.00
Worcester Community Housing Resources, Inc.	MA	7313617	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$5,000.00
Worcester East Side Community Development Corporation	MA	7102008	Connie White	Approved	Cash	Paid	6/25/2012	\$12,000.00
Worcester Education Collaborative	MA	6896529	Connie White	Approved	Cash	Paid	6/25/2012	\$10,000.00
Worcester Educational Development Foundation, Inc.	MA	7101707	Connie White	Approved	Cash	Paid	6/25/2012	\$10,000.00
Worcester Interfaith, Inc.	MA	7086236	Connie White	Approved	Cash	Paid	6/25/2012	\$5,000.00
Worcester Latino Dollars for Scholars	MA	6645964	Connie White	Approved	Cash	Paid	4/2/2012	\$3,000.00
Worcester Polytechnic Institute	MA	5575639	Connie White	Approved	Cash	Paid	6/27/2012	\$250,000.00
Worcester Regional Research Bureau, Inc.	MA	6886007	Connie White	Approved	Cash	Paid	6/25/2012	\$9,000.00

OrganizationName	State/Province	Request ID	Owner	Disposition	Payment Type	Payment Status	Check Date	Payment Amount
Worcester Roots Project	MA	7313431	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$2,000.00
Worcester Youth Center, Inc.	MA	7313614	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$5,000.00
Worcester Youth Center, Inc.	MA	7313250	Connie White	Approved	Charitable Contribution	Paid	9/12/2012	\$15,000.00
Y.O.U. Inc.	MA	7313618	Connie White	Approved	Charitable Contribution	Paid	12/26/2012	\$5,000.00
YMCA of Central Massachusetts	MA	7313450	Connie White	Approved	Charitable Contribution	Paid	12/17/2012	\$10,000.00
YouthNet Worcester	MA	6545835	Connie White	Approved	Cash	Paid	4/2/2012	\$10,000.00
YWCA of Central Massachusetts	MA	7119170	Connie White	Approved	Cash	Paid	6/25/2012	\$75,000.00
YWCA of Central Massachusetts	MA	7313265	Connie White	Approved	Charitable Contribution	Paid	9/6/2012	\$2,428.00
Grand Totals (106 items)								\$3,904,842.00

Stoddard Payments Due After June 10, 2013

6/10/2013

Organization Request ID/Ref. Num.	Grant Total	Paid Prior Years	Paid YTD	2013	Scheduled Payments 2014	2015	Remaining Balance
<u>2010</u>							
Worcester Art Museum 3740668	\$2,000,000 00	\$1,900,000 00	\$0 00	\$100,000 00	\$0 00	\$0 00	\$0 00
Total 2010 (1 item)	\$2,000,000 00	\$1,900,000 00	\$0 00	\$100,000 00	\$0 00	\$0 00	\$0 00
<u>2011</u>							
Clark University 6399784	\$650,000.00	\$350,000 00	\$0 00	\$150,000 00	\$150,000 00	\$0 00	\$0 00
University of Massachusetts Medical School 6356661	\$300,000 00	\$200,000 00	\$0 00	\$100,000 00	\$0 00	\$0 00	\$0 00
Total 2011 (2 items)	\$950,000 00	\$550,000 00	\$0 00	\$250,000 00	\$150,000 00	\$0 00	\$0 00
<u>2012</u>							
Greater Worcester Land Trust 7313349	\$300,000 00	\$150,000 00	\$0 00	\$150,000 00	\$0 00	\$0 00	\$0 00
Seven Hills Foundation 7313428	\$300,000 00	\$150,000 00	\$0 00	\$150,000 00	\$0 00	\$0 00	\$0 00

Organization Request ID/Ref. Num.	Grant Total	Paid Prior Years	Paid YTD	Scheduled Payments		Remaining Balance
				2013	2014	
United Way of Central Massachusetts 7313261	\$120,000 00	\$0 00	\$0 00	\$120,000.00	\$0 00	\$0 00
Worcester Community Cable Access, Inc. 7098786	\$50,000 00	\$0 00	\$0 00	\$50,000 00	\$0 00	\$0 00
Total 2012 (4 items)	\$770,000 00	\$300,000 00	\$0 00	\$470,000 00	\$0.00	\$0 00
Grand Total (7 items)	\$3,720,000 00	\$2,750,000 00	\$0 00	\$820,000 00	\$150,000 00	\$0 00

✓
970,000 - not standing