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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

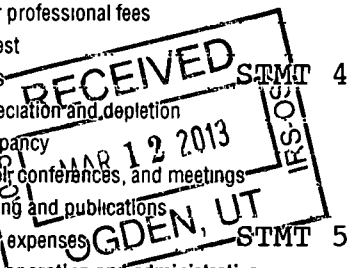
, and ending

Name of foundation MILTON & DOROTHY SARNOFF RAYMOND FOUNDATION		A Employer identification number 35-6803768
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 147	Room/suite	B Telephone number 413-458-9260
City or town, state, and ZIP code WILLIAMSTOWN, MA 01267		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ 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) \$ 13,207,956. (Part I, column (d) must be on cash basis.)	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	72.	72.		
4 Dividends and interest from securities	636,700.	636,700.		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	122,199.			
b Gross sales price for all assets on line 6a	1,673,702.			
7 Capital gain net income (from Part IV, line 2)		122,199.		
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	63.	63.		STATEMENT 1
12 Total. Add lines 1 through 11	759,034.	759,034.		
13 Compensation of officers, directors, trustees, etc.	35,880.	35,880.		35,880.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 2	12,205.	12,205.		12,205.
b Accounting fees STMT 3	9,405.	9,405.		9,405.
c Other professional fees				
17 Interest				
18 Taxes STMT 4	15,000.	15,000.		15,000.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	880.	880.		880.
24 Total operating and administrative expenses. Add lines 13 through 23	73,370.	73,370.		73,370.
25 Contributions, gifts, grants paid	629,000.			629,000.
26 Total expenses and disbursements. Add lines 24 and 25	702,370.	73,370.		702,370.
27 Subtract line 26 from line 12	56,664.			
a Excess of revenue over expenses and disbursements				
b Net investment income (if negative, enter -0-)		685,664.		
c Adjusted net income (if negative, enter -0-)			N/A	



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			
	2 Savings and temporary cash investments	239,106.	407,483.	407,483.
	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	788,868.		
	b Investments - corporate stock STMT 7	4,780,090.	4,917,071.	5,902,476.
	c Investments - corporate bonds STMT 8	5,793,380.	6,356,956.	6,897,997.
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶ <u>ACCRUED INTEREST</u>)	5,490.	0.	0.
	16 Total assets (to be completed by all filers)	11,606,934.	11,681,510.	13,207,956.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	11,606,934.	11,624,846.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	56,664.	
30 Total net assets or fund balances	11,606,934.	11,681,510.		
31 Total liabilities and net assets/fund balances	11,606,934.	11,681,510.		

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	11,606,934.
2 Enter amount from Part I, line 27a	2	56,664.
3 Other increases not included in line 2 (itemize) ▶ <u>SEE STATEMENT 6</u>	3	17,912.
4 Add lines 1, 2, and 3	4	11,681,510.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	11,681,510.

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 SCHEDULE ATTACHED	P		
b SCHEDULE ATTACHED	P		
c SCHEDULE ATTACHED	P		
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 81,160.		79,165.	1,995.
b 31,392.		32,335.	-943.
c 1,561,150.		1,440,003.	121,147.
d			
e			

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			1,995.
b			-943.
c			121,147.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	122,199.
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)

N/A

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			
2010			
2009			
2008			
2007			

2 Total of line 1, column (d)	2	
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	
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	
5 Multiply line 4 by line 3	5	
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	
8 Enter qualifying distributions from Part XII, line 4	8	

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

MILTON & DOROTHY SARNOFF

Form 990-PF (2012)

RAYMOND FOUNDATION

35-6803768

Page 4

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	13,713.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
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	0.
3 Add lines 1 and 2		3	13,713.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	13,713.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	16,169.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	16,169.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,456.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax	11	2,456.	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
1b 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
1c 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?		
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) ☐ NY		
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

N/A

Form 990-PF (2012)

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 ► N/A	13	X	
14	The books are in care of ► SAMUEL H. LAITMAN Telephone no ► 413-458-9260 Located at ► P.O. BOX 147 - 274 HOPPER ROAD, WILLIAMSTOWN, MA ZIP+4 ► 01267			
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			
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 N/A ► ☐	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 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? ☐ Yes ☒ No If "Yes," list the years ► , , ,		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see 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?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012?	4b	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

5b

Organizations relying on a current notice regarding disaster assistance check here

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

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?**6b**

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

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
SAMUEL H. LAITMAN	TRUSTEE			
P.O. BOX 147				
WILLIAMSTOWN, MA 01267	1.00	8,970.	0.	0.
ANDREW R. LAITMAN	TRUSTEE			
417-A WHITMAN DRIVE				
HADDONFIELD, NJ 08033	1.00	8,970.	0.	0.
CATHERINE L. BURKE	TRUSTEE			
23 BELLE AVENUE				
SAN RAFAEL, CA 94901	1.00	8,970.	0.	0.
ELIZABETH L. HUGHES	TRUSTEE			
10520 CALUMET DRIVE				
SILVER SPRING, MD 20910	1.00	8,970.	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

Part VIII

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

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

[illegible]

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

Part IX-A	Summary of Direct Charitable Activities
------------------	--

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

Expenses

1	N/A	
2		
3		
4		

Part IX-B	Summary of Program-Related Investments
------------------	---

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

Amount

1	N/A	
2		
	All other program-related investments See instructions	
3		
Total. Add lines 1 through 3		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	11,318,182.
b	Average of monthly cash balances	1b	323,795.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	11,641,977.
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	11,641,977.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	174,630.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,467,347.
6	Minimum investment return. Enter 5% of line 5	6	573,367.

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	573,367.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	13,713.
b	Income tax for 2012 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	13,713.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	559,654.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	559,654.
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	559,654.

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	702,370.
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	702,370.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	702,370.

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				559,654.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007				
b From 2008				
c From 2009				19,073.
d From 2010				
e From 2011				33,718.
f Total of lines 3a through e	52,791.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 702,370.				
a Applied to 2011, but not more than line 2a			0.	
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				559,654.
e Remaining amount distributed out of corpus	142,716.			
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	195,507.			
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				0.
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	195,507.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				19,073.
c Excess from 2010				
d Excess from 2011				33,718.
e Excess from 2012				142,716.

N/A

- foundation, and the ruling is effective for 2012, enter the date of the ruling

- ☐ 4942(1)(3) or ☐ 4942(1)(5)

- b 85% of line 2a**

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c**

- a "Assets" alternative test - enter
(1) Value of all assets

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

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

- c "Support" alternative test - enter**

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

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

- (3) Largest amount of support from an exempt organization

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

- a** The name, address, and telephone number or e-mail of the person to whom applications should be addressed

- b The form in which applications should be submitted and information and materials they should include**

- c Any submission deadlines**

- d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV

Total

► **3a**

629.000.

b *Approved for future payment*

NONE

Total

▶ **3b**

0.

Part XVI-A

Enter gross amounts unless otherwise indicated.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B

[illegible]

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

TRUSTEE

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

JULIE P ARNOLD, CPA

Firm's name ► GAJDA ARNOLD & MCCONNELL PC

Firm's address ► ONE BANK STREET

WILLIAMSTOWN, MA 01267

Firm's EIN ► 27-4359547

Phone no 413-458-5722

MILTON AND DOROTHY SARNOFF RAYMOND FOUNDATION
35-6803768
2012 FORM 990-PF

Part XV - Supplementary Information Page 11
Grants and Contributions Paid During the Year

			<u>Amount</u>	<u>Purpose</u>
92nd Street Y	Lexington Ave.	New York, NY 10128	\$ 10,000 00	(a)
A Parents Place	600 Fifth Avenue	San Rafael, CA 94901	5,000.00	(a)
American Red Cross	520 West 49th St.	New York, NY 10017	25,000.00	(a)
Anti-Defamation League B'Nai Brith	823 Union Plaza	New York, NY 10017	25,000.00	(a)
Atlas Performing Arts Ctr	1333 H Street NE	Washington, DC 20002	5,000.00	(a)
Atlas Performing Arts Ctr	1333 H Street NE	Washington, DC 20002	5,000.00	(a)
Audubon Naturalist Society	8940 Jones Mill Rd	Chevy Chase, MD 20815	5,000.00	(a)
Carnegie Hall	881 Seventh Ave.	New York, NY 10019	25,000.00	(a)
Center for Independent Doc.	663 7th Ave.	San Francisco, CA 94118	4,000.00	(a)
Channel Thirteen	450 West 33rd St.	New York, NY 10019	25,000.00	(a)
Clark Art Institute	225 South St.	Williamstown, MA 01267	10,000.00	(a)
Cool the Earth	148 Hilldale Drive	San Francisco, CA 94960	3,000.00	(a)
Cool The Earth	148 Hilldale Drive	San Francisco, CA 94960	2,500.00	(a)
Davidson PTA	280 Woodland Ave.	San Rafael, CA 94901	5,000.00	(a)
Drawbridge	P.O. Box 2698	San Rafael, CA 94912	1,000.00	(a)
Family Center Inc.	4 Arch St.	Greenwich, CT 06836	10,000 00	(a)
Family Service Agency	555 Northgate Dr.	San Rafael, CA 94903	10,000 00	(a)
Filling the Gap	70 Skyview Terrace	San Rafael, CA 94901	3,000.00	(a)
Filling The Gap	70 Skyview Terrace	San Rafael, CA 94901	3,000.00	(a)
Friends of the Hancock House	P.O. Box 78	Hancock Bridge, NJ 08078	5,000.00	(a)
Friends of the Library - Marin	21 Maryland Ave. Suite 310	Rockville, MD 20850	5,000.00	(a)
Glenwood Foundation	25 West Castlewood Drive	San Rafael, CA 94501	5,000.00	(a)
Glide Foundation	330 Ellis St.	San Francisco, CA 94102	5,000.00	(a)
Haddon Heights Public Library	608 Station Ave.	Haddon Heights, NJ 08035	5,000.00	(a)
Heads Up Foundation	310 Albion Way	San Rafael, CA 94903	10,000.00	(a)
Hoosic River Revival Coalition	P.O. Box 434	North Adams, MA 01247	10,000.00	(a)
Interfaith Caregivers	P.O. Box 188	Haddonfield, NJ 08023	5,000.00	(a)
JCF/PJ Library	200 North San Pedro Rd.	San Rafael, CA 94903	10,000.00	(a)
Lend A Hand	8105 Capwell Drive	Oakland, CA 94901	1,000.00	(a)
Marta's Table	2114 Fourteenth St.	NW Washington, DC 20009	5,000 00	(a)
Mass MoCA	87 Marshall St.	North Adams, MA 01247	10,000.00	(a)
Mass MoCA	87 Marshall St.	North Adams, MA 01247	15,000.00	(a)
MCLA	375 Church St.	North Adams, MA 01247	15,000 00	President's Initiative
N Berkshire Habitat for Humanity	P.O. Box 391	North Adams, MA 01247	10,000.00	(a)
National Building Museum	401 F St. NW	Washington, DC 20001	5,000.00	(a)
National Building Museum	401 F St. NW	Washington, DC 20001	5,000.00	(a)
National Building Museum	401 F St. NW	Washington, DC 20001	10,000.00	(a)
Northern Berkshire YMCA	22 Brickyard Ct	North Adams, MA 01247	10,000 00	(a)
Opportunity Network	381 Park Ave. S., Ste 1401	New York, NY 10016	5,000.00	(a)
Phillips Collection	1600 21st St. NW	Washington, DC 20009	5,000.00	(a)
Pine Cobble School	163 Gale Rd.	Williamstown, MA 01267	14,000.00	(a)
Pitt Hopkins Syndrome Foundation	860 West Fiftieth Street	Winston-Salem, NC 27100	15,000.00	(a)
Signature Theatre	1200 Campbell Ave.	Arlington, VA 22206	5,000 00	(a)
Skidmore College	815 North Broadway	Saratoga Springs, NY 12866	10,000 00	(a)
Smile Train	P.O. Box 96208	Washington, DC 20091	5,000 00	(a)
Southern Vermont College	982 Mansion Drive	Bennington, VT 05201	20,000.00	(a)
Southern Vermont College	982 Mansion Drive	Bennington, VT 05201	35,000.00	(a)
Southern Vermont College	982 Mansion Drive	Bennington, VT 05201	20,000.00	(a)
Strathmore	5301 Tuckermore Lane	North Bethesda, MD 20852	5,000.00	(a)
Studio Theatre	1501 14th St. NW	Washington, Dc 20005	5,000.00	(a)
Theatre Washington	2233 Wisconsin Ave. NW	Washington, DC 20007	5,000.00	(a)

MILTON AND DOROTHY SARNOFF RAYMOND FOUNDATION

35-6803768

2012 FORM 990-PF

Part XV - Supplementary Information Page 11
Grants and Contributions Paid During the Year

UJA - Federation	130 East 95th St.	New York, NY 10019	50,000.00	(a)
URC Camp Newman	235 Montgomery St.	San Francisco, CA 94104	5,000.00	(a)
Voorhees Animal Orphanage	421 Cooper Rd.	Voorhees, NJ 08043	5,000.00	(a)
WAMU American U. Radio	4400 Massachusetts Ave.	Washington, DC 20016	5,000 00	(a)
Williams College	75 Park St.	Williamstown, MA 01267	50,000.00	Shainman Scholarship Fund
Williamstown Art Conservation Center	225 South St.	Williamstown, MA 01267	15,000.00	(a)
Williamstown Theatre Festival	P.O. Box 577	Williamstown, MA 01267	10,000.00	(a)
Williamstown Theatre Festival	P.O. Box 577	Williamstown, MA 01267	10,000.00	Christopher Reeve Scholarship
Youth in Arts	917 C Street	San Rafael, CA 94901	2,500 00	(a)
			<u>629,000.00</u>	

(a) except as noted, the above grants are unrestricted and can be used by the organization for any of their qualified activities.

Milton and Dorothy Sarnoff Raymond Foundation

35-6803768

2012 Form 990-PF

PART IV - CAPITAL GAINS & (LOSSES) - Page 3

<u>Sales Date</u>		<u>Proceeds</u>	<u>Cost</u>	<u>Loss</u>	
Jan 9	\$29,000 Nalco Co., 8.25%, Due 5/15/2017	\$ 31,392.50	\$ 32,335.00	\$ (942.50)	ST
Oct 15	Metropolitan Trans Auth, 5.75%, Due 11/15/2032	\$ 535,000.00	\$ 559,032.00	\$ (24,032.00)	LT
Nov 15	Metropolitan Trans Auth, 5.75%, Due 11/15/2032	\$ 215,000.00	\$ 224,658.00	\$ (9,658.00)	LT
Nov 19	NYS Dormitory Auth, 5.25%, Due 8/15/2013	\$ 25,000.00	\$ 25,177.50	\$ (177.50)	LT
		<u>\$ 806,392.50</u>	<u>\$ 841,202.50</u>	<u>\$ (34,810.00)</u>	
	Short Term	\$ 112,552.67	\$ 111,500.00	\$ 1,052.67	
	Long Term	\$1,561,149.70	\$ 1,440,003.75	\$ 121,145.95	
	TOTALS	\$1,673,702.37	\$ 1,551,503.75	\$ 122,198.62	

Milton and Dorothy Sarnoff Raymond Foundation
35-6803768
2012 FORM 990-PF

PART IV - CAPITAL GAINS & (LOSSES) - Page 3

<u>Sales Date</u>		<u>Proceeds</u>	<u>Cost</u>	<u>Gain</u>	
Jan 10	\$71,000 Nalco Co., 8.25%, Due 5/15/2017	\$ 81,160.17	\$ 79,165.00	\$ 1,995.17	ST
Jun 20	8,542.141 shares DWS Large Cap Value Fund	\$150,000.00	\$ 130,267.65	\$ 19,732.35	LT
Jul 9	.5211 shares CITIGROUP CAP XIX 7.25%	\$ 12.70	\$ 10.01	\$ 2.69	LT
Aug 15	23,228 shares CITIGROUP CAP XIX 7.25%	\$580,700.00	\$ 445,977.59	\$ 134,722.41	LT
Aug 24	\$50,000 BE Aerospace Inc., 8.5%, Due 7/1/2018	\$ 55,437.00	\$ 54,881.00	\$ 556.00	LT
		<u>\$867,309.87</u>	<u>\$ 710,301.25</u>	<u>\$ 157,008.62</u>	

FORM 990-PF	OTHER INCOME	STATEMENT	1
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
BOOK ROYALTIES	63.	63.	
TOTAL TO FORM 990-PF, PART I, LINE 11	63.	63.	

FORM 990-PF	LEGAL FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12,205.	12,205.		12,205.
TO FM 990-PF, PG 1, LN 16A	12,205.	12,205.		12,205.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	9,405.	9,405.		9,405.
TO FORM 990-PF, PG 1, LN 16B	9,405.	9,405.		9,405.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2012 TAX ESTIMATE	15,000.	15,000.		15,000.
TO FORM 990-PF, PG 1, LN 18	15,000.	15,000.		15,000.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEE	750.	750.		750.
BANK FEES	130.	130.		130.
TOTAL TO FORM 990-PF, PG 1, LN 23	880.	880.		880.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
PRIOR YEAR 12/31/11 TRUST PRINCIPAL BALANCE UNDERSTATED	17,912.
TOTAL TO FORM 990-PF, PART III, LINE 3	17,912.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY / VANGUARD	4,917,071.	5,902,476.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,917,071.	5,902,476.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
MORGAN STANLEY / VANGUARD	6,356,956.	6,897,997.
TOTAL TO FORM 990-PF, PART II, LINE 10C	6,356,956.	6,897,997.