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990-PF

Form

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

OMB No 1545-0052

2012

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2012 or tax year beginning , 2012, and ending , 20

Name of foundation SETH BONDER FOUNDATION		A Employer identification number 45-4929846
Number and street (or P O box number if mail is not delivered to street address)	Room/suite	B Telephone number (see instructions) () -
2723 S STATE ST City or town, state, and ZIP code ANN ARBOR, MI 48104		400
G Check all that apply <input checked="" type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		C If exemption application is pending, check here <input checked="" type="checkbox"/> X D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 6,997,185. J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc. received (attach schedule)	7,302,578.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	89,374.	46,213.	89,374.	ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	10,476.			
b	Gross sales price for all assets on line 6a 302,042.				
7	Capital gain net income (from Part IV, line 2)		10,476.		
8	Net short-term capital gain			10,476.	
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	17,402,428.	56,689.	99,850.	
13	Compensation of officers, directors, trustees, etc.	26,193.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) ATCH 2	7,309.			7,309.
b	Accounting fees (attach schedule) ATCH 3	525.			525.
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 4	2,107.	655.		2,107.
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 5	23,763.	2,911.		23,108.
24	Total operating and administrative expenses. Add lines 13 through 23	59,897.	3,566.		33,049.
25	Contributions, gifts, grants paid	335,318.			335,318.
26	Total expenses and disbursements. Add lines 24 and 25	395,215.	3,566.	0	368,367.
27	Subtract line 26 from line 12	7,007,213.			
a	Excess of revenue over expenses and disbursements		53,123.		
b	Net investment income (if negative, enter -0-)				
c	Adjusted net income (if negative, enter -0-)			99,850.	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			494,423.	494,423.
	2	Savings and temporary cash investments				
	3	Accounts receivable ▶				
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10 a	Investments - U S and state government obligations (attach schedule)			3,658,334.	3,658,334.
	b	Investments - corporate stock (attach schedule) ATCH 7			2,083,407.	2,083,407.
	c	Investments - corporate bonds (attach schedule) ATCH 8			761,021.	761,021.
	11	Investments - land, buildings, and equipment basis				
	Less accumulated depreciation (attach schedule) ▶					
12	Investments - mortgage loans					
13	Investments - other (attach schedule)					
14	Land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)		0	6,997,185.	6,997,185.	
Liabilities	17	Accounts payable and accrued expenses			3,504.	
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0	3,504.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted			6,993,681.	
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>					
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		0	6,993,681.	
31	Total liabilities and net assets/fund balances (see instructions)		0	6,997,185.		

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	0
2	Enter amount from Part I, line 27a	2	7,007,213.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	7,007,213.
5	Decreases not included in line 2 (itemize) ▶ ATCH 9	5	13,532.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	6,993,681.

**ATCH 6

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a SEE PART IV SCHEDULE					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a					
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69					
(i) 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					
2 Capital gain net income or (net capital loss)			2	10,476.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)			3	10,476.	
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

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

NOT AVAILABLE FOR INITIAL YEAR RETURNS

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	1,062.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2		3	1,062.
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	1,062.
6 Credits/Payments			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868),	6c	2,600.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	2,600.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,538.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax <input type="checkbox"/> 1,538. Refunded <input type="checkbox"/> <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1 a 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 the definition)?		X
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1) On the foundation <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?		X
If "Yes," attach a detailed description of the activities		
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4 a 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?		X
If "Yes," attach the statement required by General Instruction T		
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		
• By language in the governing instrument, or		
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MI, _____		
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 <input type="checkbox"/> ATCH 10	X	

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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?	13	X	
Website address N/A				
14	The books are in care of JOHN CIANCIBELLO Telephone no 			
Located at 1360 E. 9TH ST. #1100 CLEVELAND, OH ZIP+4 44114				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
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?	16	Yes	No
				X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country 				

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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?		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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years 		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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)		
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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?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?

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

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?7b ☐ Yes ☒ No**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ATCH 11		26,193.	0	0

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

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

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

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

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

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

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 DONATIONS TO CHARITABLE ORGANIZATIONS AND UNIVERSITIES	
	335,318.
2	
3	
4	

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

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

	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3 NONE	

Total. Add lines 1 through 3 ▶

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see 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	2,427,227.
b	Average of monthly cash balances	1b	484,666.
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,911,893.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,911,893.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	43,678.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,868,215.
6	Minimum investment return. Enter 5% of line 5	6	143,411.

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	143,411.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,062.
b	Income tax for 2012 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,062.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	142,349.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	142,349.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	142,349.

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	368,367.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	368,367.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	368,367.

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				142,349.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only				
b Total for prior years 20 10 , 20 09 , 20 08				
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				
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 368,367.				
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions).				
c Treated as distributions out of corpus (Election required - see instructions).				
d Applied to 2012 distributable amount				142,349.
e Remaining amount distributed out of corpus	226,018.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:	226,018.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
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				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions).				
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	226,018.			
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	226,018.			

Form 990-PF (2012)

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2012	(b) 2011	(c) 2010	(d) 2009	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i).					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

N/A

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

N/A

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 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)				
<p>a Paid during the year</p> <p>ATCH 12</p>				
Total			▶ 3a	335,318.
<p>b Approved for future payment</p>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					
4	Dividends and interest from securities			14	89,374 .	
5	Net rental income or (loss) from real estate					
a	Debt-financed property					
b	Not debt-financed property					
6	Net rental income or (loss) from personal property .					
7	Other investment income					
8	Gain or (loss) from sales of assets other than inventory			18	10,476 .	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e)				99,850 .	
13	Total. Add line 12, columns (b), (d), and (e)				99,850 .	

(See worksheet in line 13 instructions to verify calculations)

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

[illegible]

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? | | Yes | No |
|--|--------------|-----|----|
| a Transfers from the reporting foundation to a noncharitable exempt organization of | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| 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 | | | |

[illegible]

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

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

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

**Sign
Here**

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

Signature of officer or trustee X Merrill Bondar Date 8/14/13

Executive Director
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
KIM M. WILSON				P00051718
Firm's name ▶ MAI WEALTH ADVISORS LLC			Firm's EIN ▶ 61-1495162	
Firm's address ▶ 1360 E. 9TH ST. STE 1100 CLEVELAND, OH 44114-1717			Phone no 216-920-4800	

Form 990-PF (2012)

Schedule of Contributors

OMB No 1545-0047

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

2012

Name of the organization

SETH BONDER FOUNDATION

Employer identification number

45-4929846

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2 of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization SETH BONDER FOUNDATION

Employer identification number
45-4929846**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	SETH BONDER IRREVOCABLE TRUST 2723 S STATE ST STE 400 ANN ARBOR, MI 48104-6188	\$ 2,422,801.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	SETH BONDER IRREVOCABLE TRUST 2723 S STATE ST ANN ARBOR, MI 48104	\$ 4,879,777.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Employer identification number

45-4929846

Part II

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- 2 --	SECURITIES ----- ----- ----- -----	\$ ----- 4,879,777.	07/26/2012 -----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- --	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- --	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- --	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- --	----- ----- ----- -----	\$ -----	-----
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
-- --	----- ----- ----- -----	\$ -----	-----

Name of organization SETH BONDER FOUNDATION

Employer identification number

45-4929846

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ► \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
---	----- ----- -----	----- ----- -----	----- ----- -----
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	----- ----- -----		----- ----- -----

ATTACHMENT 1

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

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>
ORDINARY DIVIDENDS	17,264.	17,264.	17,264.
INTEREST INCOME	28,949.	28,949.	28,949.
TAX-EXEMPT INTEREST INCOME	43,161.		43,161.
TOTAL	<u>89,374.</u>	<u>46,213.</u>	<u>89,374.</u>

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
LEGAL FEES	7,309.			7,309.
TOTALS	<u>7,309.</u>			<u>7,309.</u>

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>ADJUSTED NET INCOME</u>	<u>CHARITABLE PURPOSES</u>
ACCOUNTING FEES	525.			525.
TOTALS	<u>525.</u>			<u>525.</u>

ATTACHMENT 4

FORM 990PF, PART I - TAXES

<u>DESCRIPTION</u>	<u>REVENUE AND EXPENSES PER BOOKS</u>	<u>NET INVESTMENT INCOME</u>	<u>CHARITABLE PURPOSES</u>
PAYROLL TAXES	2,107.		2,107.
FOREIGN TAXES		655.	
TOTALS	<u>2,107.</u>	<u>655.</u>	<u>2,107.</u>

ATTACHMENT 5

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	38.	2,256.	38.
POSTAGE AND SHIPPING	3,837.		3,837.
MISCELLANEOUS EXPENSES	3,000.		3,000.
FINANCIAL PLANNING FEES	850.		850.
FEDERAL FILING FEES	1,853.		1,853.
LIABILITY INSURANCE	3,000.		3,000.
ADVISORY FEES	6,485.		6,485.
INVESTMENT MANAGEMENT FEES	707.		707.
STATE ADMIN FILING FEES	3,338.	655.	3,338.
CONSULTING FEES	655.		
FOREIGN TAXES PAID			
TOTALS	<u>23,763.</u>	<u>2,911.</u>	<u>23,108.</u>

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 6

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
US OBLIGATIONS TOTAL		
WOODFORD CTY 3.625% DUE 7/1/17	50,844.	50,844.
OHIO ST HOSP FAC 3% DUE 1/1/14	153,780.	153,780.
MISSISSIPPI 2.5% DUE 4/1/14	101,497.	101,497.
ALLEGHENY 2.25% DUE 5/1/14	101,814.	101,814.
OLDHAM CNTY KY 5% DUE 5/1/16	132,780.	132,780.
WATERFORD TWP 2.3% DUE 5/1/14	102,013.	102,013.
BALDWIN CNTY ALA 5% DUE 6/1/15	106,629.	106,629.
CUYAHOGA OHIO 3.25% DUE 6/1/14	103,600.	103,600.
OHIO ST HIGHER 4% DUE 7/1/37	103,644.	103,644.
HERRIMAN UTAH 3.1% DUE 11/1/14	102,358.	102,358.
OHIO ST AIR 3% DUE 12/1/14	101,674.	101,674.
OHIO ST 3.25% DUE 1/15/15	155,813.	155,813.
HANCOCK CNTY 3.5% DUE 2/1/15	73,784.	73,784.
WHITING WIS 3.125% DUE 4/1/15	100,371.	100,371.
GILBERT 3.25% DUE 5/1/15	89,956.	89,956.
ALLEGHENY CNTY 3% DUE 6/1/15	103,582.	103,582.
NORTH DAKOTA 3.25% DUE 7/1/15	51,575.	51,575.
OHIO ST AIR 3.375% DUE 7/1/33	51,528.	51,528.
HERRIMAN UTAH SPL 3.5% 11/1/15	104,660.	104,660.
MICHIGAN FIN 2.625% DUE 5/1/16	152,853.	152,853.
WARREN MICH 3.75% DUE 10/1/16	129,684.	129,684.
LORAIN CNTY 3.25% DUE 12/1/16	107,565.	107,565.
OHIO ST HOSP 3.75% DUE 1/1/17	82,679.	82,679.
ALLEGHENY CNTY 3.5% DUE 6/1/17	58,728.	58,728.
MONROE CNTY 3.7% DUE 6/1/17	78,969.	78,969.
DAYTON OHIO 3.5% DUE 12/1/18	106,536.	106,536.
BATTERY PK 0.426% DUE 11/1/31	100,000.	100,000.
BATTERY PK 0.418% DUE 11/1/39	200,000.	200,000.
BATTERY PK 0.424\$ DUE 11/1/39	200,000.	200,000.
LAS VEGAS-CLARK 3% DUE 1/1/13	75,000.	75,000.
ILLINOIS ST GO 5% DUE 3/1/13	75,539.	75,539.
SOUTH HAVEN MICH 3% DUE 5/1/13	201,538.	201,538.
OHIO ST 2.25% DUE 9/1/13	126,610.	126,610.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

ATTACHMENT 6 (CONT'D)

DESCRIPTION

	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BLAIRSVILLE 3.85% DUE 11/15/13	50,551.	50,551.
BOYD CNTY KY 1.5% DUE 12/1/13	20,180.	20,180.
STATE OBLIGATIONS TOTAL	<u>3,658,334.</u>	<u>3,658,334.</u>

ATTACHMENT 7FORM 990PE, PART II - CORPORATE STOCK

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
850 SHS ETFs PRECIOUS METALS B	78,889.	78,889.
375 SHS ISHARES INC MSCI BRAZI	20,978.	20,978.
2,535 SHS ISHARES TR MSCI EMER	112,427.	112,427.
600 SHS ISHARES TR RUSSELL 100	43,692.	43,692.
12,125 SHS JPMORGAN CHASE & CO	466,328.	466,328.
2,075 SHS MARKET VECTORS ETF T	96,259.	96,259.
775 SHS POWERSHARES QQQ TR UNI	50,476.	50,476.
320 SHS SPDR S&P MIDCAP 400 ET	59,427.	59,427.
2,950 SHS WISDOMTREE TR EMERGI	157,707.	157,707.
1,740.25 ARTISAN INTERNAT'L IN	42,793.	42,793.
1,291.032 ARTISAN SMALL CAP VA	19,817.	19,817.
584.717 COLUMBIA ACORN CLASS Z	17,805.	17,805.
549.91 CONESTOGA SMALL CAP	13,737.	13,737.
1,270.454 DODGE & COX INTERNAT	44,009.	44,009.
2,560.494 GOLDMAN SACHS GROWTH	63,270.	63,270.
2,510.306 PERKINS MID CAP VALU	53,570.	53,570.
1,460.257 MATTHEWS CHINA FUND	34,272.	34,272.
1,978.769 T ROWE PRICE NEW ASI	33,263.	33,263.
871.724 T ROWE PRICE LATIN AME	33,160.	33,160.
11,872.879 TEMPLETON GLOBAL BO	158,384.	158,384.
203 SHS ACE LIMITED ORD CHF29.	16,199.	16,199.
243 SHS ABBOTT LABORATORIES	15,917.	15,917.
624 SHS ARCHER DANIELS MIDLAND	17,091.	17,091.
221 SHS BHP BILLITON LIMITED A	17,331.	17,331.
214 SHS BOEING CO	16,127.	16,127.
149 SHS CHEVRON CORP NEW	16,113.	16,113.
212 SHS CHUBB CORP	15,968.	15,968.
283 SHS CONOCOPHILLIPS	16,411.	16,411.
137 SHS DIAGEO ADR EACH REPR 4	15,971.	15,971.

FORM 990PF, PART II - CORPORATE STOCK

ATTACHMENT 7 (CONT'D)

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
180 SHS EXXON MOBIL CORP	15,579.	15,579.
754 SHS GENERAL ELECTRIC CO	15,826.	15,826.
366 SHS GLAXOSMITHKLINE ADR EA	15,910.	15,910.
258 SHS HOME DEPOT INC	15,957.	15,957.
256 SHS HONEYWELL INTL INC	16,248.	16,248.
83 SHS INTL BUSINESS MACH	15,899.	15,899.
390 SHS JPMORGAN CHASE & CO	17,148.	17,148.
226 SHS JOHNSON & JOHNSON	15,843.	15,843.
480 SHS KINDER MORGAN INC DELA	16,958.	16,958.
380 SHS MEDTRONIC INC	15,588.	15,588.
558 SHS MICROSOFT CORP	14,904.	14,904.
330 SHS NEWMONT MNG CORP HLDG	15,325.	15,325.
229 SHS PEPSICO INC	15,670.	15,670.
185 PHILIP MORRIS INTL INC COM	15,473.	15,473.
406 POTASH CORP OF SASKATCHEWA	16,520.	16,520.
245 SHS T ROWE PRICE GROUP INC	15,954.	15,954.
256 SHS QUALCOMM INC	15,836.	15,836.
231 SHS ROYAL DUTCH SHELL ADR	15,927.	15,927.
597 SHS VODAFONE GROUP SPON AD	15,038.	15,038.
481 SHS WALGREEN COMPANY	17,802.	17,802.
486 SHS WELLS FARGO & CO NEW	16,611.	16,611.
TOTALS	<u>2,083,407.</u>	<u>2,083,407.</u>

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

<u>DESCRIPTION</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
BP CAP MKTS 3.875% DUE 3/10/15	79,901.	79,901.
GENERAL 7.125% DUE 12/31/49	113,029.	113,029.
PNC 6.75% DUE 12/31/49	113,574.	113,574.
SCHWAB CHARLES 7% DUE 12/31/49	57,223.	57,223.
CHUBB CORP 6.375% DUE 3/29/67	109,000.	109,000.
WISCONSIN 6.25% DUE 5/15/67	107,625.	107,625.
FPL GROUP 7.3% DUE 9/1/67	83,344.	83,344.
ENTERPRISE 7.034% DUE 1/15/68	97,325.	97,325.
TOTALS	<u>761,021.</u>	<u>761,021.</u>

ATTACHMENT 9

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

<u>DESCRIPTION</u>	<u>AMOUNT</u>
UNREALIZED DEPRECIATION ON INVESTMENTS	13,532.
TOTAL	<u>13,532.</u>

FORM 990PF, PART VII-A, LINE 10 - NEW SUBSTANTIAL CONTRIBUTORS

ATTACHMENT 10

<u>NAME AND ADDRESS</u>	<u>DATE</u>	<u>DIRECT PUBLIC SUPPORT</u>
SETH BONDER IRREVOCABLE TRUST 2723 S STATE ST STE 400 ANN ARBOR, MI 48104-6188	12/31/2012	2,422,801.
SETH BONDER IRREVOCABLE TRUST 2723 S STATE ST ANN ARBOR, MI 48104	07/26/2012	4,879,777.
TOTAL CONTRIBUTION AMOUNTS		<u>7,302,578.</u>

SETH BONDER FOUNDATION

45-4929846

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

ATTACHMENT 11

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION
MERRILL BONDER 3040 GRAND BAY BLVD #211 LONGBOAT KEY, FL 34228	PRESIDENT	26,193.
<p>THE FOUNDATION USES THE ACCRUAL BASIS OF ACCOUNTING. THE OFFICER'S SALARY RELATING TO DECEMBER 2012 OF \$3,172.50 WAS PAID IN JANUARY 2013, SO THIS AMOUNT WAS ACCRUED AS A 2012 EXPENSE. HOWEVER, SINCE THIS AMOUNT WAS NOT PAID UNTIL JANUARY 2013, IT IS NOT REFLECTED IN THE 2012 W-2.</p> <p>THE RECONCILIATION FOR 2012 SALARY IS AS FOLLOWS:</p>		
2012 SALARY PAID IN 2012 (TIES TO W-2)	\$23,020	
2012 SALARY PAID IN 2013	3,173	
TOTAL 2012 SALARY (ACCRUAL BASIS)	\$26,193	
GRAND TOTALS		26,193.

SETH BENDER FOUNDATION

45-4929846

FORM 990-BE, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ANN ARBOR SUMMER FESTIVAL 310 DEPOT STREET SUITE 3 ANN ARBOR, MI 48104	UNRELATED PUBLIC CHARITY	GENERAL FUND GRANT	5,000
INFORMS 7240 PARKWAY DR #300 HANOVER, MD 21076	UNRELATED PUBLIC CHARITY	SPONSORSHIP OF STUDENT RECEPTION	10,000
JEWISH FAMILY & CHILDREN'S SERVICES 2688 FRUITVILLE ROAD SARASOTA, FL 34237	UNRELATED PUBLIC CHARITY	EMMA'S DREAM TEAM	10,348
MEMPHIS OPPORTUNITY SCHOLARSHIP TRUST 850 RIDGE LAKE BLVD SUITE 220 MEMPHIS, TN 38120	UNRELATED PUBLIC CHARITY	STUDENT SCHOLARSHIP PROGRAM	24,500
UNIVERSITY OF MICHIGAN 535 W WILLIAM STREET SUITE 110 ANN ARBOR, MI 48103	UNRELATED PUBLIC SCHOOL	GENERAL FUND GRANT	1,000
PACKARD COMMUNITY CLINIC 3174 PACKARD ROAD ANN ARBOR, MI 48108	UNRELATED PUBLIC CHARITY	GENERAL FUND GRANT	1,000.

SETH BONDER FOUNDATION

45-4929846

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
ST JOSEPH MERCY HOSPITAL P O BOX 995 ANN ARBOR, MI 48106	UNRELATED PUBLIC CHARITY	SETH BONDER ONCOLOGY ACTIVITIES ENDOWMENT FUND/SCHOLAR ANALYSIS OF CARE SYSTEMS & PROCESSES	100,000
THE ARK 316 S MAIN STREET ANN ARBOR, MI 48104	UNRELATED PUBLIC CHARITY	SPONSORSHIP OF THE RFD BOYS AND ARK DONATION	5,000
UNIVERSITY OF MICHIGAN 1205 BEAL AVENUE ANN ARBOR, MI 48109	UNRELATED PUBLIC SCHOOL	ADDITIONAL FUNDING OF A BONDER SCHOLAR AND THE SHORTFALL OF THE CURRENT BONDER SCHOLAR'S ENDOWMENT	22,826
UNIVERSITY OF MICHIGAN 1205 BEAL AVENUE ANN ARBOR, MI 48109	UNRELATED PUBLIC SCHOOL	SUPPORT OF THE MASTER'S PROGRAM IN HEALTHCARE, ENGINEERING & PATIENT SAFETY	100,000
VAN WEZEL FOUNDATION 777 N TAMiami TRAIL 3RD FLOOR SARASOTA, FL 34236	UNRELATED PUBLIC CHARITY	INTEGRATIVE ARTS LEARNING PROGRAMS	5,000
VAN WEZEL FOUNDATION 777 N TAMiami TRAIL 3RD FLOOR SARASOTA, FL 34236	UNRELATED PUBLIC CHARITY	SUPPORT OF THE SCHOOLTIME PERFORMANCES FUND	5,000

SETH BONDER FOUNDATION

45-4929846

FORM 990EF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 12 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WASHTENAW COMMUNITY COLLEGE FOUNDATION 4800 E HURON RIVER DRIVE ANN ARBOR, MI 48105	UNRELATED PUBLIC CHARITY	SUPPORT OF THE EDUCATIONAL INNOVATIONS PORTION OF THE CAPITAL CAMPAIGN	5,000
WASHTENAW COMMUNITY COLLEGE FOUNDATION 4800 E HURON RIVER DRIVE ANN ARBOR, MI 48105	UNRELATED PUBLIC CHARITY	JERRY JERNIGAN MEMORIAL	5,000
YMCA FOUNDATION OF SARASOTA, INC ONE SOUTH SCHOOL AVENUE SUITE 302 SARASOTA, FL 34237	UNRELATED PUBLIC CHARITY	SUPPORT OF THE SCHOOL HOUSE LINK PROGRAM	15,000
YMCA FOUNDATION OF SARASOTA, INC ONE SOUTH SCHOOL AVENUE SUITE 302 SARASOTA, FL 34237	UNRELATED PUBLIC CHARITY	SUPPORT OF THE SCHOOL HOUSE LINK PROGRAM HOLIDAY MEAL CERTIFICATES	6,000
INFORMS 7240 PARKWAY DR #300 HANOVER, MD 21076	UNRELATED PUBLIC CHARITY	BONDER SCHOLARSHIP BREAKFAST	644.
INFORMS 7240 PARKWAY DR #300 HANOVER, MD 21076	UNRELATED PUBLIC CHARITY	GENERAL GRANT FUND	14,000
TOTAL CONTRIBUTIONS PAID			<u>335,318</u>

**SCHEDULE D
(Form 1041)**

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Information about Schedule D (Form 1041) and its separate instructions is at
www.irs.gov/form1041.

OMB No 1545-0092

2012

Name of estate or trust

SETH BONDER FOUNDATION

Employer identification number

45-4929846

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

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b	1b	-314.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	3	
4 Short-term capital loss carryover Enter the amount, if any, from line 9 of the 2011 Capital Loss Carryover Worksheet	4	()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f) Enter here and on line 13, column (3) on the back	5	-314.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS			ATCH 1		11,189.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	-399.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts	8	
9 Capital gain distributions	9	
10 Gain from Form 4797, Part I	10	
11 Long-term capital loss carryover Enter the amount, if any, from line 14 of the 2011 Capital Loss Carryover Worksheet	11	()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f) Enter here and on line 14a, column (3) on the back	12	10,790.

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

Schedule D (Form 1041) 2012

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45-4929846

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Part III Summary of Parts I and II		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
Caution: Read the instructions before completing this part.				
13	Net short-term gain or (loss)	13		-314.
14	Net long-term gain or (loss):			
a	Total for year	14a		10,790.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht)	14b		
c	28% rate gain	14c		
15	Total net gain or (loss). Combine lines 13 and 14a	15		10,476.

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

Part IV Capital Loss Limitation

16	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 15, column (3) or b \$3,000	16	()
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Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

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

Caution: Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if

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

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

17	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	17	
18	Enter the smaller of line 14a or 15 in column (2) but not less than zero	18	
19	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	19	
20	Add lines 18 and 19	20	
21	If the estate or trust is filing Form 4952, enter the amount from line 4g, otherwise, enter -0-	21	
22	Subtract line 21 from line 20. If zero or less, enter -0-	22	
23	Subtract line 22 from line 17. If zero or less, enter -0-	23	
24	Enter the smaller of the amount on line 17 or \$2,400	24	
25	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> Yes. Skip lines 25 and 26; go to line 27 and check the "No" box <input type="checkbox"/> No. Enter the amount from line 23	25	
26	Subtract line 25 from line 24	26	
27	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> Yes. Skip lines 27 thru 30; go to line 31 <input type="checkbox"/> No. Enter the smaller of line 17 or line 22	27	
28	Enter the amount from line 26 (If line 26 is blank, enter -0-)	28	
29	Subtract line 28 from line 27	29	
30	Multiply line 29 by 15% (.15)	30	
31	Figure the tax on the amount on line 23. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	31	
32	Add lines 30 and 31	32	
33	Figure the tax on the amount on line 17. Use the 2012 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	33	
34	Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)	34	

Schedule D (Form 1041) 2012

Department of the Treasury
Internal Revenue Service

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2012

► Information about Schedule D (Form 1041) and its separate instructions is at www.irs.gov/form1041.

Name of estate or trust

SETH BONDER FOUNDATION

Employer identification number

45-4929846

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

[illegible]

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b	-314.
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For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2012

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45-4929846

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Employer identification number

[illegible]

6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b		-399.
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FEDERAL CAPITAL GAIN DIVIDENDS

ATTACHMENT 1

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

THROUGH NATIONAL FINANCIAL SERVICES

11,189.

TOTAL 15% RATE CAPITAL GAIN DIVIDENDS

11,189.

TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS

11,189.



FINANCIAL STATEMENTS AND INDEPENDENT AUDITORS' REPORT

DECEMBER 31, 2012

The Seth Bonder Foundation

Financial Statements December 31, 2012

Table of Contents

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Independent Auditors' Report	2
Statement of Financial Position	3
Statement of Activities and Net Assets	4
Statement of Functional Expenses	5
Statement of Cash Flows	6
Notes to the Financial Statements	7



Independent Auditors' Report

Board of Trustees
The Seth Bonder Foundation

We have audited the accompanying financial statements of The Seth Bonder Foundation (a nonprofit organization), which comprise the statement of financial position, as of December 31, 2012; the related statements activities and net assets, functional expenses, and cash flows for the period June 14, 2012 through December 31, 2012, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of The Seth Bonder Foundation as of December 31, 2012, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Apple Growth Partners

Akron, Ohio
July 29, 2013

Healthy Growth.

1540 West Market Street • Akron, OH 44313
P 330.867.7350 • F 330.867.8866
W www.applegrowth.com

A K R O N • I N D E P E N D E N C E
C E R T I F I E D P U B L I C A C C O U N T A N T S • S T R A T E G I C B U S I N E S S A D V I S O R S

The Seth Bonder Foundation
Statement of Financial Position

	December 31, 2012
ASSETS	
Cash and cash equivalents	\$ 494,425
Investments	<u>6,502,761</u>
	<u><u>\$ 6,997,186</u></u>
LIABILITIES	
Accounts payable	<u>\$ 3,505</u>
NET ASSETS	
Unrestricted net assets	<u>6,993,681</u>
TOTAL LIABILITIES AND NET ASSETS	<u><u>\$ 6,997,186</u></u>

The accompanying notes are an integral part of these financial statements.

The Seth Bonder Foundation
Statement of Activities and Net Assets

	For the period ended December 31, 2012
	<u> </u>
Gifts and contributions	<u>\$ 7,302,578</u>
Expenses	
Program	349,629
General and administrative	45,587
	<u>395,216</u>
Increase in net assets from operating activities	<u>6,907,362</u>
Other increases (decreases) in net assets	
Interest and dividend income	89,374
Unrealized loss on investments	(13,531)
Realized gain on the sales of investments	10,476
	<u>86,319</u>
Change in net assets	6,993,681
Net assets, beginning of period	<u>-</u>
Net assets, end of period	<u><u>\$ 6,993,681</u></u>

The Seth Bonder Foundation

Statement of Functional Expenses

For the period ended December 31, 2012

	Program Services	Management and General	Total
Grants paid	\$ 320,674	\$ -	\$ 320,674
Salaries	26,193	-	26,193
Payroll taxes	2,107	-	2,107
Other taxes	655	-	655
Consulting fees	-	20,338	20,338
Travel	-	3,837	3,837
Insurance	-	1,853	1,853
Accounting fees	-	525	525
Postage & shipping	-	38	38
Management fees	-	3,000	3,000
License fee	-	850	850
Aum fee	-	6,485	6,485
Legal fees	-	8,017	8,017
Meals & entertainment	-	644	644
	<u>\$ 349,629</u>	<u>\$ 45,587</u>	<u>\$ 395,216</u>

The Seth Bonder Foundation

Statement of Cash Flows

	For the Period Ended December 31, 2012
Cash flows from operating activities	
Change in net assets	\$ 6,993,681
Adjustments to reconcile change in net assets to cash provided by operating activities	
Realized gain on investments	(10,476)
Unrealized loss on investments	13,531
Changes in operating assets and liabilities:	
Accounts payable	3,505
Cash provided by operating activities	<u>7,000,241</u>
Cash flows from investing activities:	
Proceeds from sales of investments	290,853
Purchase of investments	<u>(6,796,669)</u>
Cash used for investing activities	(6,505,816)
Net increase in cash and cash equivalents	494,425
Cash and cash equivalents at beginning of period	<u>-</u>
Cash and cash equivalents at end of period	<u><u>\$ 494,425</u></u>

The Seth Bonder Foundation

Notes to the Financial Statements

December 31, 2012

A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies consistently applied in the preparation of the accompanying financial statements follows.

Nature of Activities - The Seth Bonder Foundation (the "Foundation") is a not-for-profit organization formed for the purpose to honor the memory of Seth Bonder and his legacy of charitable giving. The Foundation seeks to encourage students to pursue careers in applied operations research; foster groundbreaking medical research; and support the performing arts along with additional projects of interest of the Foundation's late founder.

Basis of Accounting - The statements are presented in accordance with *The FASB Accounting Standards Codification, Financial Statements of Not-for-Profit Organizations*. This means that organizations are required to report information regarding its financial position and activities according to three classes of net assets (unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets) based upon the existence or absence of donor-imposed restrictions. The Foundation only had unrestricted net assets at December 31, 2012. The Foundation commenced operations June 14, 2012, therefore the financial statements cover the period June 14, 2012 through December 31, 2012.

Cash and Cash Equivalents - Cash and cash equivalents include demand deposits, money market funds and cash on hand. The Foundation maintains its cash and cash equivalents with banks, which, at times, may exceed federally insured limits.

Revenue Recognition - Contributions are reported at fair value on the date the contribution is received.

Functional Allocation of Expenses - The costs of providing various programs and other activities have been summarized on the functional basis in the statement of functional expenses - income tax basis. Approximately 88% of the Foundation's expenses relate to program services and 12% to management and general services for the period ended December 31, 2012.

Subsequent Events - The Foundation has evaluated subsequent events through July 29, 2013, the date that the Foundation's annual financial statements were available to be issued.

B. INVESTMENTS

Investments are recorded at Fair Market Value for the financial statements.

Cost, fair market value and unrealized gain for investments at December 31, 2012 are as follows:

	Cost	Fair Market Value	Unrealized Loss
Marketable securities	\$ 6,516,292	\$ 6,502,761	\$ (13,531)
	<u>\$ 6,516,292</u>	<u>\$ 6,502,761</u>	<u>\$ (13,531)</u>

The Seth Bonder Foundation
Notes to the Financial Statements
December 31, 2012

C. FEDERAL INCOME TAXES

The Foundation qualifies under Section 501(c)(3) of the Internal Revenue Code as a tax-exempt corporation. However, revenues from certain activities can be considered taxable for federal tax purposes as unrelated business income and provisions for taxes are recorded when appropriate.

D. CONCENTRATION OF CREDIT RISK

At December 31, 2012, the Foundation had deposits with investment accounts that are not covered by FDIC Insurance. The Foundation has not experienced any losses in these accounts and believes it is not exposed to any significant risk of its cash and cash equivalents in these accounts.

E. RELATED PARTY TRANSACTIONS

During the year ended December 31, 2012, the Foundation received contributions from The Seth Bonder Irrevocable Trust totaling \$7,302,578.

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					11,189.	
25,000.		BOYD CNTY KY G.O. REF BDS 1.500% PROPERTY TYPE: SECURITIES 25,061.				P	10/29/2011	12/04/2012
50,000.		KENTUCKY INTERLOCAL SCHOOL TRANSN ASSN 2 50,127.				P	10/29/2011	12/03/2012
100,000.		WARREN MI BLDG AUTH LTD REF G.O. BDS 100,780.				P	10/29/2011	11/01/2012
100,000.		WASHINGTON ST G.O. 0.000% 99,431.				P	10/29/2011	12/03/2012
15,853.		KINDER MORGAN MGMT LLC 16,167.				P	VAR -314.	12/13/2012
TOTAL GAIN(LOSS)							<u>10,476.</u>	

**Application for Extension of Time To File an
Exempt Organization Return**

OMB No. 1545-1709

▶ **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

**Type or
print**File by the
due date for
filing your
return. See
instructions.

Name of exempt organization or other filer, see instructions.

Employer identification number (EIN) or

SETH BONDER FOUNDATION

45-4929846

Number, street, and room or suite no. If a P O box, see instructions.

Social security number (SSN)

2723 S STATE ST

City, town or post office, state, and ZIP code. For a foreign address, see instructions.

ANN ARBOR, MI 48104

Enter the Return code for the return that this application is for (file a separate application for each return) ☐ 0 ☐ 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720- (individual)	03	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ _____

Telephone No. ▶ _____ FAX No. ▶ _____

- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 13, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ▶ ☒ calendar year 2012 or
- ▶ ☐ tax year beginning _____, 20 _____, and ending _____, 20 _____.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$	1,268.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$	0
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c \$	1,268.

Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev. 1-2013)