Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

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

Name of foundation: THE REDDUCS CHARTERED FOUNDATION, CORP.

A Employer identification number: 65-0840245

Number and street (or P O box number if mail is not delivered to street address):
C/O SUE CONLEY
119 PLEASANT VIEW LANE

Room/suite:

B Telephone number (see instructions): (802) 482-3334

City or town, state, and ZIP code: HINESBURG, VT 05461

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 3,544,776.

J Accounting method: ☐ Cash ☒ Accrual ☐ Other (specify) ____________
(Part I, column (d) must be on cash basis)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc , received (attach schedule)				
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	109,765.	109,765.		ATCH 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	115,557.			
b	Gross sales price for all assets on line 6a 1,424,760.				
7	Capital gain net income (from Part IV, line 2)		115,557.		
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) (attach schedule)				
11	Other income (attach schedule)				
12	**Total.** Add lines 1 through 11	225,322.	225,322.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	46,044.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits	5,797.			
16a	Legal fees (attach schedule) ATCH 2	2,385.			
b	Accounting fees (attach schedule) ATCH 3	2,780.			
c	Other professional fees (attach schedule) *	17,826.	17,286.		
17	Interest				
18	Taxes (attach schedule) (see instructions) ATCH 5	16,519.	394.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	2,700.			
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 6	2,417.			
24	**Total operating and administrative expenses** Add lines 13 through 23	96,468.	17,680.		
25	Contributions, gifts, grants paid	167,281.			167,281.
26	**Total expenses and disbursements** Add lines 24 and 25	263,749.	17,680.	0	167,281.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	-38,427.			
b	**Net investment income** (if negative, enter -0-)		207,642.		
c	**Adjusted net income** (if negative, enter -0-)				

*ATCH 4

JSA **For Paperwork Reduction Act Notice, see instructions.** Form **990-PF** (2012)

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	33,213.	12,684.	12,684.
	2	Savings and temporary cash investments	60,169.	92,832.	92,832.
	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)			
	b	Investments - corporate stock (attach schedule) ATCH 7	1,688,207.	1,722,040.	1,847,843.
	c	Investments - corporate bonds (attach schedule) ATCH 8	1,569,977.	1,485,583.	1,591,417.
	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)	3,351,566.	3,313,139.	3,544,776.
Liabilities	17	Accounts payable and accrued expenses			
	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	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	3,351,566.	3,313,139.	
	30	Total net assets or fund balances (see instructions)	3,351,566.	3,313,139.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,351,566.	3,313,139.	

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	3,351,566.
2	Enter amount from Part I, line 27a	2	-38,427.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	3,313,139.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,313,139.

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

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	115,557.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2011	144,258.	3,518,651.	0.040998
2010	179,961.	3,505,331.	0.051339
2009	173,608.	3,240,224.	0.053579
2008	215,250.	3,587,982.	0.059992
2007	206,085.	4,365,790.	0.047205

2	**Total** of line 1, column (d)	2	0.253113
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050623
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	3,453,958.
5	Multiply line 4 by line 3	5	174,850.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,076.
7	Add lines 5 and 6	7	176,926.
8	Enter qualifying distributions from Part XII, line 4	8	167,281.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter _______________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	4,153.
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	4,153.
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	4,153.
6	Credits/Payments:				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	9,068.		
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	9,068.
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	4,915.
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶ 4,400. **Refunded** ▶			11	515.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		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?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ____________ (2) On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VT,			
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* ATCH 9	8b		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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ SUE CONLEY Telephone no ▶ 802 482-3334

Located at ▶119 PLEASANT VIEW LANE HINESBURG, VT ZIP+4 ▶ 05461

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

			Yes	No
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		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? ☐ 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)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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)	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)*	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

Form **990-PF** (2012)

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)? **5b**

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

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

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** | Yes: | No: X

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**

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 10		46,044.	5,797.	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 ▶

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 N/A	
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 ▶	

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	3,408,723.
b	Average of monthly cash balances	1b	97,833.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	3,506,556.
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	3,506,556.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	52,598.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,453,958.
6	**Minimum investment return.** Enter 5% of line 5	6	172,698.

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	172,698.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	4,153.		
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	4,153.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	168,545.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	168,545.
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	168,545.

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	167,281.
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	167,281.
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	167,281.

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				168,545.
2		Undistributed income, if any, as of the end of 2012				
	a	Enter amount for 2011 only			166,451.	
	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 ▶ $ 167,281.				
	a	Applied to 2011, but not more than line 2a			166,451.	
	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				830.
	e	Remaining amount distributed out of corpus				
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:**				
	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				167,715.
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	0			
10		Analysis of line 9				
	a	Excess from 2008				
	b	Excess from 2009				
	c	Excess from 2010				
	d	Excess from 2011				
	e	Excess from 2012				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see 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 Name and address (home or business)	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
a *Paid during the year*				
ATCH 11				
Total . . . . ▶ **3a**				167,281.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	109,765.	
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	115,557.	
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)				225,322.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . 13 225,322.

(See worksheet in line 13 instructions to verify calculations)

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

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

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

			Yes	No
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	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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

▶ 13/7/13 ▶

Signature of officer or trustee | Date | 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 ☐ if self-employed	PTIN
CATHY H. ATTIG		2/21/13		P00641183

Firm's name ▶ DANAHER ATTIG & PLANTE PLC

Firm's EIN ▶ 20-3682035

Firm's address ▶ 150 KENNEDY DR, PO BOX 2166
SOUTH BURLINGTON, VT 05407-2166

Phone no 802-383-0399

THE REDDUCS CHARTERED FOUNDATION, CORP. 65-0840245

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 CAPITAL GAIN DISTRIBUTIONS					31,418.	
		SEE ATTACHED STATEMENT					VARIOUS	VARIOUS
322,546.		303,773.					18,773.	
		SEE ATTACHED STATEMENT					VARIOUS	VARIOUS
1,070,796.		1,005,430.					65,366.	
TOTAL GAIN(LOSS)							115,557.	

The Redducs Chartered Foundation Corporation

Account #: 8011 Tax Worksheet From 1/1/2012 to 12/31/2012

Trust Category:	Nonprofit Agency	Admin Officer:	Kevin Farley
Dates Open:	6/4/1998 to Present	Invest Officer:	4131
Trust Year End:	December	Tax State:	Vermont
Date Printed:	01/25/2013	Tax ID:	65-0840245

Capital Gains and Losses

Individual Transactions

Short-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
BBH Core Select N	05528X604	223.431000	08/10/2011	02/29/2012	203	0.00	3,606.18	-3,011.85	594.33
FMI Large Cap Fund	302933205	188.180000	08/10/2011	02/29/2012	203	0.00	3,091.80	-2,670.27	421.53
Virtus Premium AlphaSector I	92828R230	421.658000	12/06/2011	02/29/2012	85	0.00	5,355.05	-5,064.11	290.94
BBH Core Select N	05528X604	1,756.140000	08/10/2011	06/18/2012	313	0.00	28,186.04	-23,672.77	4,513.27
FMI Large Cap Fund	302933205	1,715.117000	08/10/2011	06/18/2012	313	0.00	27,939.26	-24,337.51	3,601.75
Virtus Premium AlphaSector I	92828R230	3,166.418000	08/19/2011	06/18/2012	304	0.00	40,530.15	-36,192.16	4,337.99
Virtus Premium AlphaSector I	92828R230	251.009000	12/06/2011	06/18/2012	195	0.00	3,212.91	-3,014.62	198.29
DoubleLine Total Return Bond I	258620103	613.448000	12/06/2011	06/18/2012	195	0.00	6,882.89	-6,790.87	92.02
DoubleLine Total Return Bond I	258620103	565.136000	02/29/2012	06/18/2012	110	0.00	6,340.82	-6,318.22	22.60
Lazard Intl Strategic Equity Instl	52106N590	1,287.715000	06/18/2012	10/02/2012	106	0.00	14,383.78	-12,748.38	1,635.40
Vanguard MSCI Emerging Markets ETF	922042858	2,163.000000	06/18/2012	12/04/2012	169	0.00	91,261.64	-85,274.54	5,987.10
Vanguard MSCI Emerging Markets ETF	922042858	1,840.000000	02/29/2012	12/04/2012	279	0.00	77,633.56	-82,045.23	-4,411.67
Harbor International Fund - Instl	411511306	186.691000	06/18/2012	12/27/2012	192	0.00	11,574.84	-10,137.32	1,437.52
Brandywine Blue Fd Common	10532B101	104.304000	06/18/2012	12/27/2012	192	0.00	2,547.10	-2,494.95	52.15
				Short-Term Total		0.00	322,546.02	-303,772.80	18,773.22

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Oakmark Global Fund	413838830	739.180000	01/11/2011	02/29/2012	414	0.00	16,757.21	-16,779.39	-22.18
PIMCO Emerging Local Bd Fd	72201F516	355.350000	09/30/2010	02/29/2012	517	0.00	3,887.53	-3,930.17	-42.64
Harbor International Fund - Instl	411511306	404.537000	01/11/2011	02/29/2012	414	0.00	24,357.16	-24,312.67	44.49
Thornburg International Value Fund	885215566	835.506000	01/11/2011	02/29/2012	414	0.00	22,901.23	-23,887.12	-985.89
Brandywine Blue Fd Common	10532B101	143.127000	01/11/2011	02/29/2012	414	0.00	3,738.48	-3,734.18	4.30
Clipper Fund	188850101	19.237000	01/11/2011	02/29/2012	414	0.00	1,290.78	-1,205.01	85.77
Fairholme Fund	304871106	888.607000	01/11/2011	02/29/2012	414	0.00	26,018.40	-31,129.37	-5,110.97
Longleaf Partners Fund	543069108	226.601000	01/11/2011	02/29/2012	414	0.00	6,702.87	-6,503.45	199.42
Oakmark Fund	413838103	498.228000	01/11/2011	02/29/2012	414	0.00	23,013.13	-20,930.57	2,082.56
Osterweis Fund	742935406	727.547000	01/11/2011	02/29/2012	414	0.00	20,131.23	-20,000.26	130.97
Touchstone Sands Cap Instl Growth Fd	89155J104	744.774000	01/11/2011	02/29/2012	414	0.00	12,571.79	-10,724.75	1,847.04
Loomis Sayles Bond Fund	543495840	13.701000	08/05/2003	02/29/2012	3,130	0.00	201.81	-165.92	35.89
Loomis Sayles Bond Fund	543495840	85.165000	11/18/2010	02/29/2012	468	0.00	1,254.48	-1,219.57	34.91
Loomis Sayles Bond Fund	543495840	93.911000	01/11/2011	02/29/2012	414	0.00	1,383.31	-1,347.63	35.68
AQR Diversified Arbitrage Fund Class I	00203H602	311.195000	11/18/2010	06/18/2012	578	0.00	3,435.59	-3,494.72	-59.13
AQR Diversified Arbitrage Fund Class I	00203H602	39.848000	06/01/2011	06/18/2012	383	0.00	439.92	-448.69	-8.77
Arbitrage Funds Class I	03875R205	232.471000	11/18/2010	06/18/2012	578	0.00	3,045.37	-3,052.34	-6.97
PIMCO Emerging Local Bd Fd	72201F516	3,056.790000	09/30/2010	06/18/2012	627	0.00	31,454.37	-33,808.10	-2,353.73
Thornburg International Value Fund	885215566	492.556000	10/06/2004	06/18/2012	2,812	0.00	12,323.75	-9,294.53	3,029.22
Thornburg International Value Fund	885215566	1,291.542000	06/10/2010	06/18/2012	739	0.00	32,314.38	-30,583.73	1,730.65
Thornburg International Value Fund	885215566	179.219000	03/09/2010	06/18/2012	832	0.00	4,484.06	-4,541.40	-57.34

The Redducs Chartered Foundation Corporation

Account #: 48011 Tax Worksheet:From 1/1/2012 to 12/31/2012

Trust Category:	Nonprofit Agency	Admin Officer:	Kevin Farley
Dates Open:	6/4/1998 to Present	Invest Officer:	4131
Trust Year End:	December	Tax State:	Vermont
Date Printed:	01/25/2013	Tax ID.	65-0840245

Capital Gains and Losses

Individual Transactions

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Thornburg International Value Fund	885215566	582 044000	11/18/2010	06/18/2012	578	0 00	14,562 74	-16,390 35	-1,827 61
Thornburg International Value Fund	885215566	653 496000	01/11/2011	06/18/2012	524	0 00	16,350 47	-18,683 46	-2,332 99
Clipper Fund	188850101	8 123000	01/11/2011	06/18/2012	524	0 00	527 40	-508 83	18 57
Fairholme Fund	304871106	655 663000	11/18/2010	06/18/2012	578	0 00	18,240 54	-21,900 22	-3,659 68
Fairholme Fund	304871106	251 555000	01/11/2011	06/18/2012	524	0 00	6,998 26	-8,812 39	-1,814 13
Oakmark Fund	413838103	30 165000	01/11/2011	06/18/2012	524	0 00	1,361 93	-1,267 23	94 70
Osterweis Fund	742935406	324 563000	01/11/2011	06/18/2012	524	0 00	8,636 63	-8,922 24	-285 61
Touchstone Sands Cap Instl Growth Fd	89155J104	1,074 494000	01/11/2011	06/18/2012	524	0 00	17,836 60	-15,472 71	2,363 89
Loomis Sayles Bond Fund	543495840	2,849 751000	08/05/2003	06/18/2012	3,240	0 00	41,121 90	-34,510 48	6,611 42
Osterweis Strategic Income Fund	742935489	617 245000	06/01/2011	06/18/2012	383	0 00	7,042 77	-7,351 39	-308 62
PIMCO Total Return Fund	693390700	1,622 283000	01/11/2011	06/18/2012	524	0 00	18,315 58	-17,601 77	713 81
PIMCO Unconstrained Bd Fd	72201M487	36 128000	08/10/2009	06/18/2012	1,043	0 00	410 05	-389 10	20 95
PIMCO Unconstrained Bd Fd	72201M487	476 394000	06/01/2011	06/18/2012	383	0 00	5,407 07	-5,292 73	114 34
PIMCO Unconstrained Bd Fd	72201M487	499 333000	01/11/2011	06/18/2012	524	0 00	5,667 43	-5,562 57	104 86
PIMCO Unconstrained Bd Fd	72201M487	753 831000	11/18/2010	06/18/2012	578	0 00	8,555 99	-8,457 98	98 01
T Rowe Price Instl Floating Rate	77958B402	399 520000	06/01/2011	06/18/2012	383	0 00	3,991 21	-4,143 02	-151 81
Oakmark Global Fund	413838830	348 659000	01/11/2011	10/02/2012	630	0 00	7,628 66	-7,914 56	-285 90
PIMCO Emerging Local Bd Fd	72201F516	302 656000	09/30/2010	10/02/2012	733	0 00	3,295 92	-3,347 38	-51 46
Harbor International Fund - Instl	411511306	161 668000	01/11/2011	10/02/2012	630	0 00	9,622 48	-9,716 24	-93 76
Vanguard MSCI Emerging Markets ETF	922042858	313 000000	09/26/2011	10/02/2012	372	0 00	13,164 49	-11,471 45	1,693 04
BBH Core Select N	05528X604	236 762000	08/10/2011	10/02/2012	419	0 00	4,171 75	-3,191 55	980 20
Brandywine Blue Fd Common	10532B101	36 380000	01/11/2011	10/02/2012	630	0 00	908 40	-949 15	-40 75
Clipper Fund	188850101	38 915000	01/11/2011	10/02/2012	630	0 00	2,684 35	-2,437 64	246 71
FMI Large Cap Fund	302933205	149 131000	08/10/2011	10/02/2012	419	0 00	2,602 34	-2,116 17	486 17
Fairholme Fund	304871106	61 975000	03/09/2010	10/02/2012	938	0 00	1,874 74	-1,972 15	-97 41
Fairholme Fund	304871106	56 214000	11/18/2010	10/02/2012	684	0 00	1,700 47	-1,877 64	-177 17
Longleaf Partners Fund	543069108	278 862000	01/11/2011	10/02/2012	630	0 00	8,455 11	-8,003 34	451 77
Oakmark Fund	413838103	84 348000	01/11/2011	10/02/2012	630	0 00	4,153 27	-3,543 46	609 81
Osterweis Fund	742935406	138 763000	01/11/2011	10/02/2012	630	0 00	4,039 38	-3,814 59	224 79
Touchstone Sands Cap Instl Growth Fd	89155J104	327 034000	01/11/2011	10/02/2012	630	0 00	5,873 53	-4,709 29	1,164 24
Virtus Premium AlphaSector I	92828R230	383 135000	08/19/2011	10/02/2012	410	0 00	5,172 32	-4,379 23	793 09
Loomis Sayles Bond Fund	543495840	209 056000	08/05/2003	10/02/2012	3,346	0 00	3,140 01	-2,531 67	608 34
Vanguard MSCI Emerging Markets ETF	922042858	2,988 000000	09/26/2011	12/04/2012	435	0 00	126,070 15	-109,510 20	16,559 95
Oakmark Global Fund	413838830	501 641000	01/11/2011	12/27/2012	716	0 00	11,698 26	-11,387 25	311 01
PIMCO Emerging Local Bd Fd	72201F516	73 482000	09/30/2010	12/27/2012	819	0 00	806 83	-812 71	-5 88
Harbor International Fund - Instl	411511306	633 066000	06/10/2010	12/27/2012	931	0 00	39,250 09	-31,368 43	7,881 66
Harbor International Fund - Instl	411511306	599 845000	11/18/2010	12/27/2012	770	0 00	37,190 38	-35,858 75	1,331 63
Harbor International Fund - Instl	411511306	57 387000	01/11/2011	12/27/2012	716	0 00	3,557 99	-3,448 96	109 03
BBH Core Select N	05528X604	1,428 223000	08/10/2011	12/27/2012	505	0 00	24,722 54	-19,252 45	5,470 09

The Redducs Chartered Foundation Corporation

Account #: 8011 Tax Worksheet: From 1/1/2012 to 12/31/2012

Trust Category:	Nonprofit Agency	Admin Officer:	Kevin Farley
Dates Open:	6/4/1998 to Present	Invest Officer:	4131
Trust Year End:	December	Tax State.	Vermont
Date Printed:	01/25/2013	Tax ID:	65-0840245

Capital Gains and Losses

Individual Transactions

Long-Term

Description of Security	Cusip	Shares/Par	Acquired	Date Sold	Days Held	Income	Principal	Cost Basis	Gain/Loss
Brandywine Blue Fd Common	10532B101	1,017 551000	06/10/2010	12/27/2012	931	0 00	24,848 60	-21,663 65	3,184 95
Brandywine Blue Fd Common	10532B101	147 024000	03/09/2010	12/27/2012	1,024	0 00	3,590 33	-3,300 69	289 64
Brandywine Blue Fd Common	10532B101	814 130000	01/11/2011	12/27/2012	716	0 00	19,881 05	-21,240 67	-1,359 62
Clipper Fund	188850101	396 407000	06/10/2010	12/27/2012	931	0 00	27,114 24	-21,556 58	5,557 66
Clipper Fund	188850101	223 135000	11/18/2010	12/27/2012	770	0 00	15,262 43	-13,278 76	1,983 67
Clipper Fund	188850101	382 356000	01/11/2011	12/27/2012	716	0 00	26,153 15	-23,950 79	2,202 36
FMI Large Cap Fund	302933205	1,424 729000	08/10/2011	12/27/2012	505	0 00	24,391 36	-20,216 91	4,174 45
Fairholme Fund	304871106	410 463000	10/08/2008	12/27/2012	1,541	0 00	12,753 09	-10,044 70	2,708 39
Fairholme Fund	304871106	952 659000	06/10/2010	12/27/2012	931	0 00	29,599 11	-28,924 29	674 82
Fairholme Fund	304871106	377 478000	06/01/2011	12/27/2012	575	0 00	11,728 24	-11,709 98	18 26
Fairholme Fund	304871106	265 401000	03/09/2010	12/27/2012	1,024	0 00	8,246 01	-8,445 50	-199 49
Longleaf Partners Fund	543069108	796 735000	01/11/2011	12/27/2012	716	0 00	21,177 22	-22,866 30	-1,689 08
Oakmark Fund	413838103	606 125000	11/18/2010	12/27/2012	770	0 00	29,263 73	-24,366 21	4,897 52
Oakmark Fund	413838103	78 414000	01/11/2011	12/27/2012	716	0 00	3,785 83	-3,294 18	491 65
Osterweis Fund	742935406	90 065000	03/09/2010	12/27/2012	1,024	0 00	2,506 51	-2,236 32	270 19
Osterweis Fund	742935406	452 804000	11/18/2010	12/27/2012	770	0 00	12,601 53	-11,877 05	724 48
Osterweis Fund	742935406	283 744000	01/11/2011	12/27/2012	716	0 00	7,896 60	-7,800 12	96 48
Touchstone Sands Cap Instl Growth Fd	89155J104	594 040000	11/18/2010	12/27/2012	770	0 00	10,057 09	-7,912 61	2,144 48
Touchstone Sands Cap Instl Growth Fd	89155J104	76 977000	01/11/2011	12/27/2012	716	0 00	1,303 22	-1,108 47	194 75
Virtus Premium AlphaSector I	92828R230	2,234 305000	08/19/2011	12/27/2012	496	0 00	29,582 20	-25,538 11	4,044 09
Westport Select Cap I	961323409	22 001000	01/11/2011	12/27/2012	716	0 00	537 28	-563 23	-25 95
				Long-Term Total		0 00	1,070,795.70	-1,001,869.42	68,926 28

Fairholme Fund - adjustment to cost basis

<3,560.78>

1,070,795.70 <1,005,430 20> 65,365

ATTACHMENT 1

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS FROM SECURITIES		109,655.	109,655.
CORPORATE INTEREST		110.	110.
	TOTAL	109,765.	109,765.

ATTACHMENT 2

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		2,385.			
	TOTALS	2,385.			

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION & ACCTG FEES	2,780.			
TOTALS	2,780.			

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	17,826.	17,286.
TOTALS	17,826.	17,286.

ATTACHMENT 5

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX PAYMENTS	12,395.	
FOREIGN TAX PAID	394.	394.
PAYROLL TAXES	3,730.	
TOTALS	16,519.	394.

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS
INSURANCE		1,910.
OFFICE EXPENSE		507.
	TOTALS	2,417.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
EQUITY MUTUAL FUNDS	1,722,040.	1,847,843.
TOTALS	1,722,040.	1,847,843.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TAXABLE BOND MUTUAL FUNDS	1,485,583.	1,591,417.
TOTALS	1,485,583.	1,591,417.

	Shares	Price	Cost	Market Value	% MV	Annual Yield	Est. Annual Income	Unrealized Gain/Loss
Cash								
Cash			150 57	150.57	0 00			
Cash Equivalents								
Money Market - Taxable								
Merchants Bank Sweep Account - Principal	89,374 960	1 0000	89,374 96	89,374 96	2 53	0 15	134 08	0 00
Equity								
Alternative Investment								
AQR Diversified Arbitrage Fund Class I	7,973 139	11 0400	88,083 22	88,023 46	2 50	0 84	738 48	-59 76
Arbitrage Funds Class I	6,924 622	12 7700	89,135 77	88,427 42	2 50	1 00	881 64	-708 35
Total	14,897 761		177,218 99	176,450 88	5 00	0 92	1,620 12	-768 11
Global Equity Mutual Funds								
Oakmark Global Fund	9,038 726	23 4800	186,693 00	212,229 29	6 02	0 00	0 00	25,536 29
International Equity Mutual Funds								
Eaton Vance Parametric Struct Em Mkts I	10,074 625	14 9600	149,507 44	150,716 39	4 27	0 00	0 00	1,208 95
Harbor International Fund - Instl	1,152 594	62 1200	62,585 87	71,599 14	2 03	2 02	1,448 15	9,013 27
Lazard Intl Strategic Equity Instl	14,038 008	11 7100	138,976 28	164,385 07	4 66	1 19	1,948 48	25,408 79
Vanguard Emerging Mkts Stock Idx Signal	4,276 529	35 3700	149,507 44	151,260 83	4 29	2 21	3,344 25	1,753 39
Vanguard Total Intl Stock Index Signal Shares	2,705 411	30 0500	81,000 00	81,297 60	2 30	2 99	2,426 75	297 60
Total	32,247 167		581,577 03	619,259 03	17 55	1 48	9,167 63	37,682 00
Larger Cap Equity Mutual Funds								
BBH Core Select N	2,028 254	17 3500	27,340 86	35,190 21	1 00	0 00	0 00	7,849 35
FMI Large Cap Fund	2,054 802	17 1000	29,157 64	35,137 11	1 00	1 08	380 79	5,979 47
Longleaf Partners Fund	2,636 635	26 3900	70,162 42	69,580 80	1 97	1 02	711 90	-581 62
Oakmark Fund	726 000	48 5300	27,358 02	35,232 78	1 00	0 72	254 54	7,874 76
Osterweis Fund	1,262 538	28 0500	30,055 44	35,414 19	1 01	2 22	785 21	5,358 75

Account #: 8011 Investment Detail: 12/31/2012

		Shares	Price	Cost	Market Value	% MV	Annual Yield	Est. Annual Income	Unrealized Gain/Loss
Equity									
Larger Cap Equity Mutual Funds									
Touchstone Sands Cap Instl Growth Fd		4,158 577	17 1200	49,776 52	71,194 84	2 03	0 00	0 00	21,418 32
Vanguard Growth Index Signal		1,568 122	33 9300	52,767 32	53,206 38	1 51	1 51	802 88	439 06
Vanguard Total Stock Mkt Idx Signal		8,236 047	34 4100	281,425 74	283,402 38	8 03	2 14	6,053 49	1,976 64
Vanguard Value Index Signal		2,220 847	23 8600	52,767 32	52,989 41	1 50	2 73	1,447 99	222 09
Virtus Premium AlphaSector I		10,618 154	13 2200	121,365 50	140,372 00	3 98	0 92	1,284 80	19,006 50
	Total	35,509 976		742,176 78	811,720 10	23 03	1 44	11,721 60	69,543 32
Smaller Cap Equity Mutual Funds									
Westport Select Cap I		1,442 349	19 5400	34,374 00	28,183 49	0 78	0 00	0 00	-6,190 51
	Equity Total	93,135 979		1,722,039 80	1,847,842 79	52 38	1 22	22,509 35	125,802 99
Fixed									
International Bond Mutual Funds									
PIMCO Emerging Local Bd Fd		12,699 055	10 9800	138,298 22	139,435 62	3 95	4 30	6,001 84	1,137 40
Taxable Bond Mutual Funds									
DoubleLine Total Return Bond I		26,252 401	11 3300	290,838 80	297,439 70	8 44	6 81	20,255 12	6,600 90
Loomis Sayles Bond Fund		16,318 485	15 1200	199,458 28	246,735 49	6 99	5 76	14,206 88	47,277 21
Osterweis Strategic Income Fund		21,155 285	11 6500	244,420 76	246,459 06	6 99	5 41	13,333 74	2,038 30
PIMCO Total Return Fund		26,353 873	11 2400	279,278 04	296,217 53	8 38	3 25	9,640 22	16,939 49
PIMCO Unconstrained Bd Fd		22,612 826	11 4800	226,207 95	259,595 23	7 35	1 56	4,038 19	33,387 28
T Rowe Price Instl Floating Rate		10,336 402	10 2100	107,080 68	105,534 67	2 99	4 90	5,167 06	-1,546 01
	Total	123,029 272		1,347,284 51	1,451,981 68	41 14	4 59	66,641 21	104,697 17
	Fixed Total	135,728 327		1,485,582 73	1,591,417 30	45 09	4 56	72,643 05	105,834 57
	Grand Total	318,239 266		3,297,148 06	3,528,785 62	100 00	2 70	95,286 48	231,637 56
	accrued income			3307.24	3307.24				
				3,300,455.30	3,532,092.86				

ATTACHMENT 9

FORM 990PF, PART VII-A, LINE 8B - EXPLANATION OF NON-FILING

THE VERMONT ATTORNEY GENERAL DOES NOT REQUIRE A COPY OF FORM 990-PF.

THE REDDUCS CHARTERED FOUNDATION, CORP. 65-0840245

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

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	
KATHERINE TIBALLI 236 FAIRWAY DRIVE SOUTH BURLINGTON, VT 05403	PRESIDENT, ASRQ	0	0	0
MARY GALE SCUDDER 55-1120 KAAUHUHU ROAD KAPAAU, HI 96755	VICE PRESIDENT, ASRQ	0	0	0
JASON TIBALLI 501 LEDGEWOOD DRIVE WILLISTON, VT 05495	SECRETARY, ASRQ	0	0	0
SUE CONLEY 119 PLEASANT VIEW LANE HINESBURG, VT 05461	EXEC DIRECTOR, ASRQ	46,044.	5,797.	0
	GRAND TOTALS	46,044.	5,797.	

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

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SEE ATTACHED STATEMENT	NO RELATIONSHIP EXEMPT	GENERAL SUPPORT	167,281.
		TOTAL CONTRIBUTIONS PAID	167,281.

Redducs Chartered Foundation
Grants Paid
2012

65-0840245

Date	Name	Name Address	Memo	Paid Amount
01/06/2012	Hinesburg Fire Dept	Route 116 Hinesburg, VT 05461	Food for Food Drive	120 40
08/03/2012	DiscoverCard	CVU HS Rt 116 Hinesburg, VT 05461	CVU High School, Rt 116, Hinesburg, VT 05461	60 46
12/09/2012	Vermont Works for Women	32A Mallets Bay Avenue Winooski, VT 05404	40 $25 gas cards	1,000 00
01/24/2012	Special Olympics of Vermont	16 Gregory Drive South Burlington, VT 05403	2012 grant- Lasher Penguin Plunge fundraiser	5,000 00
02/01/2012	Boy's & Girls Club of Burlington, Vermont	62 Oak Street Burlington, VT 05401	2012 grant award	5 000 00
02/01/2012	Linking Learning to Life	52 institute Road Burlington, VT 05401	2012 grant award	5,000 00
02/15/2012	H O P E	P O Box 92 Burlington, VT 05402	2012 grant	500 00
04/03/2012	Lily's Legacy Senior Dog Sanctuary	P O box 101 Forest Knolls, CA 94933	2012 grant award	5,000 00
05/02/2012	Shader Croft School	5 Perrotta Place Burlington, VT 05401	2012 grant award	5,500 00
06/01/2012	North Kohala Community Resource Center	P O Box 519 Hawi, HI 96719	2012 grant	5,000 00
06/13/2012	Adirondack Experience	162 Adirondack Loj Road Lake Placid NY 12946	2012 grant	6,400 00
06/13/2012	CVU LIFE Program	369 CVU Road Hinesburg, VT 05461	2012 Grant	7,000 00
06/13/2012	Barre Technical Center	155 Ayer Street Barre, VT 05641	2012 grant award	30,000 00
07/01/2012	Chittenden South Supervisory Union	5420 Shelburne Road Shelburne, VT 05482	2012 Employment grant for DM per Brian O'Regan	25,000 00
09/05/2012	Browns River Middle School	20 River Road Jericho, VT 05465	2012 Grant- Drager-Laughing River Yoga	2,500 00
09/15/2012	Franklin Central Supervisory Union	28 Catherine Street St Albans, VT 05478	2012 Grant	10,000 00
09/15/2012	Monarch School	808 West Cedar Street San Diego CA 92101	2012 grant	5,000 00
10/01/2012	Golden Huggs Rescue	148 Barrett Lane Williston VT 05495	2012 grant award	5,000 00
10/01/2012	CreateNow	1611 S Hope Street Suite E Los Angeles,CA 90015	2012 grant	5,000 00
10/05/2012	Lake Champlain Waldorf School	359 Turtle Lane Shelburne, VT 05482	2012 Grant Award	5,000 00
10/21/2012	Adirondack Experience	RETURNED PART OF GRANT	Adirondack Experience closed doors and refunded portion of grant	-4,800 00
11/01/2012	Montpelier High School	5 High School Drive Montpelier, VT 05602	2012 grant	6 000 00
11/01/2012	Spectrum	31 Elmwood Avenue Burlington, VT 05401	2012 grant award- gifts for spectrum residents	2,000 00
11/14/2012	Windsor Jr /Sr High School	19 Ascutney Street Windsor VT 05089	2012 Grant -Washington D C trip and pay it forward	10,000 00
12/01/2012	Camp Ta Kum Ta	P O Box 576 Waterbury, VT 05676	2012 grant award	5 000 00
12/01/2012	bideawee	410 East 38th Street New York, NY 10016	2012 grant	5,000 00
12/10/2012	Vermont Works for Women	32A Mallets Bay Avenue Winooski, VT 05404	2012 grant	5,000 00
12/14/2012	Milton Family Community Center	P O Box 619 Milton, VT 05468	2012 grant -wish list	500 00
12/14/2012	Sara Holbrook Community Center	66 North Avenue Burlington, VT 05401	2012 grant- wish list	500 00
12/14/2012	Brewster Pierce Memorial School	120 School Street Huntington, VT 05462	2012 grant	5,000 00
				167,280 86
				167,280 86

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
THE REDDUCS CHARTERED FOUNDATION, CORP.

Employer identification number
65-0840245

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	18,773.
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	18,773.

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					

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b	6b	65,366.
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	31,418.
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	96,784.

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

Schedule D (Form 1041) 2012

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Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
13	**Net short-term gain or (loss)**	13			18,773.
14	**Net long-term gain or (loss):**				
a	Total for year	14a			96,784.
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			115,557.

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 ( )

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?
☐ **Yes.** Skip lines 25 and 26; go to line 27 and check the "No" box.
☐ **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?
☐ **Yes.** Skip lines 27 thru 30, go to line 31 ☐ **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-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D (Form 1041)

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

▶ 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
THE REDDUCS CHARTERED FOUNDATION, CORP.

Employer identification number
65-0840245

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

(a) Description of property (Example 100 sh 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) Subtract (e) from (d)
1a SEE ATTACHED STATEMENT	VARIOUS	VARIOUS	322,546.	303,773.	18,773.

1b Total. Combine the amounts in column (f) Enter here and on Schedule D, line 1b . . . . 18,773.

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

Schedule D-1 (Form 1041) 2012

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Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side	Employer identification number

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

	(a) Description of property (Example 100 sh 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) Subtract (e) from (d)
6a	SEE ATTACHED STATEMENT	VARIOUS	VARIOUS	1,070,796.	1,005,430.	65,366.

6b **Total.** Combine the amounts in column (f) Enter here and on Schedule D, line 6b . . . . 65,366.