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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 07-01-2012 , and ending 06-30-2013

Name of foundation
THE SAUNDERS FOUNDATION CO SHIPMAN & GOODWIN LLP

A Employer identification number
06-6284362

Number and street (or P O box number if mail is not delivered to street address)
ONE CONSTITUTION PLAZA

Room/suite

B Telephone number (see instructions)
(860) 251-5000

City or town, state, and ZIP code
HARTFORD, CT 061031919

C If exemption application is pending, check here ☐

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

D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,139,660

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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.	103,828	103,828		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	463,872			
	b	Gross sales price for all assets on line 6a 1,806,589				
	7	Capital gain net income (from Part IV, line 2)		463,872		
	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	567,700	567,700		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	53,816	16,145		37,671
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	4,720	4,720		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,274	1,324		950
	24	**Total operating and administrative expenses.** Add lines 13 through 23	60,810	22,189		38,621
	25	Contributions, gifts, grants paid	105,725			105,725
	26	**Total expenses and disbursements.** Add lines 24 and 25	166,535	22,189		144,346
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	401,165			
	b	**Net investment income** (if negative, enter -0-)		545,511		
	c	**Adjusted net income** (if negative, enter -0-)				

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	201	200	200
	2	Savings and temporary cash investments	329,727	359,388	359,388
	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 page 15 of the 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			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,776,564	3,148,069	3,780,072
	c	Investments—corporate bonds (attach schedule)			
	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)	3,106,492	3,507,657	4,139,660
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	2,815,069	2,815,069	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	291,423	692,588	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	3,106,492	3,507,657	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	3,106,492	3,507,657	

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	3,106,492
2	Enter amount from Part I, line 27a	2	401,165
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,507,657
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,507,657

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 Additional Data Table			
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	See Additional Data Table			
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	See Additional Data Table			
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	463,872
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	

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 page 18 of 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	151,911	3,683,429	0 041242
2010	156,253	3,728,360	0 041909
2009	169,747	3,522,317	0 048192
2008	198,633	3,458,925	0 057426
2007	261,254	4,784,584	0 054603

2	**Total** of line 1, column (d).	2	0 243372
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 048674
4	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.	4	3,939,307
5	Multiply line 4 by line 3.	5	191,742
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	5,455
7	Add lines 5 and 6.	7	197,197
8	Enter qualifying distributions from Part XII, line 4.	8	144,346

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 page 18 of the 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	10,910
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0
3	Add lines 1 and 2			3	10,910
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	10,910
6	Credits/Payments				
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	6,160		
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	6,160
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	4,750
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2013 estimated tax** ▶		**Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	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*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
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?	5		No
	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?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶COLEMAN H CASEY TRUSTEE SHIPMAN Telephone no ▶(860) 251-5000

Located at ▶GOODWIN LLP 1 CONSTITUTION PLZ HARTFORD CT ZIP +4 ▶061031919

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

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		No

See 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 page 20 of the 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		No
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 ▶ 20____ , 20____ , 20____ , 20____			
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 ▶ 20____ , 20____ , 20____ , 20____			
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		No
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		No

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**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
COLEMAN H CASEY SHIPMAN GOODWIN LLP 1 CONSTITUTION PLAZA HARTFORD, CT 061031919	TRUSTEE 3 00	0	0	0

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

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

Total number of other employees paid over $50,000. ▶ 0

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

3 Five highest-paid independent contractors for professional services (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. . . . . ▶		0

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	0
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	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3. . . . . ▶	0

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	3,700,843
b	Average of monthly cash balances			1b	298,453
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	3,999,296
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	3,999,296
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	59,989
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	3,939,307
6	**Minimum investment return.** Enter 5% of line 5			6	196,965

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	196,965
2a	Tax on investment income for 2012 from Part VI, line 5	2a	10,910		
b	Income tax for 2012 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	10,910
3	Distributable amount before adjustments Subtract line 2c from line 1			3	186,055
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	186,055
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	186,055

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	144,346
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	144,346
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	144,346

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				186,055
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2012				
a From 2007.				
b From 2008. 25,382				
c From 2009.				
d From 2010.				
e From 2011.				
f Total of lines 3a through e.	25,382			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ $ 144,346				
a Applied to 2011, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2012 distributable amount.				144,346
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2012 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	25,382			25,382
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013				16,327
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . .	0			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2008. . . .				
b Excess from 2009. . . .				
c Excess from 2010. . . .				
d Excess from 2011. . . .				
e Excess from 2012. . . .				

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

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 organization 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	
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 organization 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))

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

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

COLEMAN H CASEY TRUSTEE
C/O SHIPMAN GOODWIN LLP 1 CONSTITUT
ON PLAZA
HARTFORD,CT 061031919
(860) 251-5000

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

SEE ATTACHED GRANT REQUEST GUIDELINES

c Any submission deadlines

APPLICATIONS CONSIDERED ON A ROLLING BASIS IN THE ORDER RECEIVED

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

ONLY ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) OF IRS CODE AND QUALIFYING AS PUBLIC CHARITIES UNDER SEC 509(A) ARE ELIGIBLE FOR GRANTS

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*				
See Additional Data Table				
Total . . . . ▶ 3a				105,725
b *Approved for future payment*				
Total . . . . ▶ 3b				0

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	103,828	
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	463,872	
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). .		0		567,700	0

13 Total. Add line 12, columns (b), (d), and (e). **13** 567,700

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

******	2013-11-08	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
BRYON HARMON	BRYON HARMON			P00237150

Firm's name ▶	SHIPMAN & GOODWIN LLP	Firm's EIN ▶ 06-0640174
Firm's address ▶	ONE CONSTITUTION PLAZA HARTFORD, CT 061031919	Phone no (860) 251-5000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
50 SHS APPLE INC	P	2011-12-15	2012-07-12
500 SHS AUTOMATIC DATA PROCESSING	P	2008-04-09	2012-07-12
100 SHS CHEVRON CORP	P	2002-03-25	2012-07-12
400 SHS CHEVRON CORP	P	2002-12-23	2012-07-12
2000 SHS EMC CORP/MASSACHUSETTS	P	2006-10-19	2012-07-12
2000 SHS EMC CORP/MASSACHUSETTS	P	2007-01-23	2012-07-12
500 SHS JOHNSON & JOHNSON	P	2003-07-18	2012-07-12
750 SHS NIKE INC	P	2006-02-17	2012-07-12
300 SHS PROCTER & GAMBLE	P	2012-02-09	2012-07-12
500 SHS 3M CO	P	2005-07-22	2012-07-12
1,500 SHS SYNGENTA AG SPONS ADR	P	2011-01-20	2012-09-06
250 SHS CH ROBINSON WORLDWIDE INC	P	2011-08-17	2012-10-11
1,000 SHS GENERAL ELECTRIC	P	2012-03-29	2012-10-11
1,000 SHS JPMORGAN CHASE & CO	P	2005-01-21	2012-10-11
750 SHS MARSH & MCLENNAN COS INC	P	2011-06-28	2012-10-11
250 SHS 3M CO	P	2005-08-22	2012-10-11
300 SHS CHEVRON CORP	P	2002-12-23	2012-12-13
500 SHS EXXON MOBIL CORP	P	1986-05-21	2012-12-13
1,500 ISHARES BARCLAYS 1-3 YR TREAS	P	2011-09-16	2012-12-13
2,000 SHS MERCK & CO INC	P	2012-03-29	2012-12-13
800 SHS MERCK & CO INC	P	2012-07-12	2012-12-13
2,000 SHS ABVIE INC COM	P	1994-07-21	2013-01-24
500 SHS AUTOMATIC DATA PROCESSING	P	2008-03-12	2013-01-24
400 SHS DEERE & CO	P	2012-09-06	2013-01-24
250 SHS EXXON MOBIL CORP	P	1986-05-21	2013-01-24
200 SHS JPMORGAN CHASE & CO	P	2005-01-21	2013-01-24
300 SHS JPMORGAN CHASE & CO	P	2005-05-26	2013-01-24
300 SHS MCDONALDS CORP	P	2012-12-13	2013-01-24
500 SHS NOVARTIS AG SPONSORED ADR	P	2012-12-13	2013-01-24
600 SHS SCHLUMBERGER LTD	P	2010-01-21	2013-01-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
300 SHS TIME WARNER CABLE INC	P	2012-07-12	2013-01-24
600 SHS BOEING CO	P	2012-07-12	2013-01-31
1,000 SHS ISHARES IBOXX HIGH YIELD BOND	P	2012-07-12	2013-03-14
350 SHS JOHNSON & JOHNSON	P	2004-03-19	2013-03-14
200 SHS MCDONALDS CORP	P	2012-12-13	2013-03-14
450 SHS UNITED TECHNOLOGIES	P	2001-11-02	2013-03-14
500 SHS MARSH & MCLENNAN COS INC	P	2011-06-28	2013-03-21
500 SHS MICROSOFT CORP	P	2011-07-28	2013-03-21
500 SHS PEPSICO INC	P	2011-02-18	2013-03-21
200 SHS CHEVRON CORP	P	2002-12-23	2013-04-26
500 SHS DU PONT EI DE NEMOURS & CO	P	2011-02-18	2013-04-26
1500 SHS INTEL CORP	P	2012-07-12	2013-04-26
200 SHS MCDONALDS CORP	P	2011-05-12	2013-04-26
200 SHS MCDONALDS CORP	P	2012-12-13	2013-04-26
2000 SHS MICROSOFT CORP	P	2011-07-28	2013-04-26
250 SHS NOVARTIS AG SPONSORED ADR	P	2012-12-13	2013-04-26
200 SHS PROCTER & GAMBLE	P	2012-02-09	2013-04-26
500 SHS SPECTRA ENERGY CORP	P	2013-01-24	2013-04-26
200 SHS UNITED TECHNOLOGIES CORP	P	2001-11-02	2013-04-26
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
29,718		18,975	10,743
27,483		21,434	6,049
10,541		4,450	6,091
42,163		13,482	28,681
45,855		24,700	21,155
45,855		26,920	18,935
33,794		26,385	7,409
67,704		31,729	35,975
18,868		19,194	-326
42,654		36,140	6,514
104,118		92,232	11,886
14,782		16,728	-1,946
22,574		19,910	2,664
42,355		37,150	5,205
25,753		22,732	3,021
23,296		18,070	5,226
32,366		10,111	22,255
44,305		3,714	40,591
126,560		127,034	-474
88,288		76,420	11,868
35,315		34,460	855
75,120		13,769	61,351
29,825		20,199	9,626
37,205		30,759	6,446
22,849		1,857	20,992
9,270		7,430	1,840
13,906		10,827	3,079
27,918		26,766	1,152
33,645		31,643	2,002
46,866		41,287	5,579

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
30,041		24,700	5,341
44,340		42,754	1,586
94,170		90,609	3,561
27,576		17,588	9,988
19,828		17,844	1,984
41,946		12,272	29,674
18,625		15,155	3,470
14,035		13,975	60
38,219		31,753	6,466
23,760		6,741	17,019
26,411		28,027	-1,616
34,818		37,305	-2,487
20,134		16,090	4,044
20,134		17,844	2,290
63,589		55,898	7,691
18,287		15,821	2,466
15,368		12,796	2,572
15,505		13,584	1,921
18,370		5,454	12,916
482			482

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			10,743
			6,049
			6,091
			28,681
			21,155
			18,935
			7,409
			35,975
			-326
			6,514
			11,886
			-1,946
			2,664
			5,205
			3,021
			5,226
			22,255
			40,591
			-474
			11,868
			855
			61,351
			9,626
			6,446
			20,992
			1,840
			3,079
			1,152
			2,002
			5,579

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			5,341
			1,586
			3,561
			9,988
			1,984
			29,674
			3,470
			60
			6,466
			17,019
			-1,616
			-2,487
			4,044
			2,290
			7,691
			2,466
			2,572
			1,921
			12,916
			482

Form 990PF Part XV Line 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*				
AMERICAN SCHOOL FOR THE DEAF 139 N MAIN STREET WEST HARTFORD, CT 06117		PUBLIC CHARITY	ANNUAL GIFT	500
ANCIENT BURIAL GROUND PO BOX 231257 HARTFORD, CT 061231257		PUBLIC CHARITY	ANNUAL GIFT	125
ASYLUM HILL CONGREGATIONAL CHURCH 814 ASYLUM AVENUE HARTFORD, CT 06105		PUBLIC CHARITY	ANNUAL GIFT	7,600
CONCORA 90 MAIN STREET NEW BRITAIN, CT 06051		PUBLIC CHARITY	ANNUAL GIFT	6,000
FARMINGTON VALLEY CHORALE C/O PADRON 8 WINDAM DRIVE SIMSBURY, CT 06070		PUBLIC CHARITY	FUNDING HANDELS "ESTHER"	500
GREATER HARTFORD ARTS COUNCIL 214 FARMINGTON AVENUE HARTFORD, CT 06105		PUBLIC CHARITY	ANNUAL GIFT	5,000
HARTFORD HOSPITAL 80 SEYMOUR STREET HARTFORD, CT 06102		PUBLIC CHARITY	ANNUAL GIFT	1,250
HARTFORD STAGE COMPANY 50 CHURCH STREET HARTFORD, CT 06103		PUBLIC CHARITY	FUNDING FOR "ABUNDANCE"	12,000
HARTFORD SYMPHONY ORCHESTRA 228 FARMINGTON AVENUE HARTFORD, CT 06105		PUBLIC CHARITY	ANNUAL GIFT	2,500
LASELL COLLEGE 1844 COMMONWEALTH AVENUE NEWTON, MA 02166		PUBLIC CHARITY	ANNUAL GIFT	25,000
LOOMIS CHAFFEE SCHOOL 4 BATCHELDER ROAD WINDSOR, CT 06095		PUBLIC CHARITY	ANNUAL GIFT	1,250
MUSICAL MASTERWORKS PO BOX 684 OLD LYME, CT 06371		PUBLIC CHARITY	ANNUAL GIFT	2,500
THE MARK TWAIN HOUSE & MUSEUM 351 FARMINGTON AVENUE HARTFORD, CT 06105		PUBLIC CHARITY	ANNUAL GIFT	6,500
UNIVERSITY OF HARTFORD 200 BLOOMFIELD AVENUE WEST HARTFORD, CT 06117		PUBLIC CHARITY	SUPPORT OF A & B WINOGRAD FUND EVENT	1,000
WADSWORTH ATHENEUM MUSEUM OF ART 600 MAIN STREET HARTFORD, CT 06103		PUBLIC CHARITY	MEMBERSHIP RENEWAL	5,000

Form 990PF Part XV Line 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*				
WATINSON SCHOOL 180 BLOOMFIELD AVENUE HARTFORD, CT 06105		PUBLIC CHARITY	ANNUAL GIFT	2,000
YMCA OF GREATER HARTFORD 241 TRUMBULL STREET HARTFORD, CT 06103		PUBLIC CHARITY	PLEDGE INSTALLMENT	10,000
HARTFORD STAGE COMPANY 50 CHURCH STREET HARTFORD, CT 06103		PUBLIC CHARITY	FUNDING FOR MARIVAUX PLAY	12,000
WADSWORTH ATHENEUM MUSEUM OF ART 600 MAIN STREET HARTFORD, CT 06103		PUBLIC CHARITY	ANNUAL GIFT	5,000
Total . . . . ▶ **3a**				105,725

TY 2012 Investments Corporate Stock Schedule

Name: THE SAUNDERS FOUNDATION CO SHIPMAN & GOODWIN LLP

EIN: 06-6284362

Name of Stock	End of Year Book Value	End of Year Fair Market Value
4400 GUGGENHEIM HI YIELD	117,181	115,456
1000 PIMCO HI YIELD	104,740	102,670
1500 VANGUARD ST BOND	122,667	120,105
1650 VANGUARD ST TM CORP	129,677	130,515
1500 COACH INC	86,383	85,635
1800 LOWES COS INC	68,773	73,620
600 MCDONALDS CORP	48,269	59,400
800 TIME WARNER CABLE INC	63,063	89,984
1500 WAL-MART STORES	87,507	111,735
1500 KRAFT FOODS GROUP	59,114	83,805
800 MCCORMICK & CO INC	49,957	56,288
3000 MONDELEZ INTL INC	66,772	85,590
1000 PEPSICO INC	63,506	81,790
1000 PROCTER & GAMBLE	63,220	76,990
500 CHEVRON CORP	16,852	59,170
750 EXXON MOBIL	5,571	67,763
2000 KINDER MORGAN INC	68,345	76,300
1000 OCCIDENTAL PETROLEUM	84,715	89,230
1400 SCHLUMBERGER LTD	88,605	100,324
3000 SPECTRA ENERGY CORP	70,474	103,380
1000 AMERICAN EXPRESS	59,217	74,760
1500 JP MORGAN CHASE	52,251	79,185
2750 MARSH & MCLENNAN COS INC	83,350	109,780
2000 ABBOTT LABORATORIES	12,698	69,760
1150 JOHNSON & JOHNSON	57,248	98,739
1250 NOVARTIS AG	79,107	88,387
1000 THERMO FISHER SCIENTIFIC	69,727	84,630
1250 CH ROBINSON WORLDWIDE	79,788	70,388
1000 CATEPILLAR INC	83,322	82,490
1000 DEERE & C0	78,640	81,250

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3000 GENERAL ELECTRIC CO	63,040	69,570
750 3M CO	54,210	82,012
950 UNITED TECHNOLOGIES	25,907	88,293
200 APPLE INC	78,527	79,306
1000 AUTOMATIC DATA PROCESSING	40,398	68,860
1600 EBAY INC	84,351	82,752
2500 INTEL CORP	62,176	60,575
300 IBM	61,325	57,333
2000 MICROSOFT CORP	53,587	69,090
3000 ORACLE	99,929	92,130
1000 BHP BILLITON PLC	67,238	51,270
1500 DUPONT EI DE NEMOURS & CO	84,083	78,750
2000 REALTY INCOME CORP	70,539	83,840
2200 VANGUARD EMERGING MKTS	93,624	85,349
1300 VANGUARD SMALL CAP VIPERS FD	88,396	121,823

TY 2012 Legal Fees Schedule

Name: THE SAUNDERS FOUNDATION CO SHIPMAN & GOODWIN LLP

EIN: 06-6284362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SHIPMAN & GOODWIN, LLP	53,816	16,145		37,671

TY 2012 Other Expenses Schedule

Name: THE SAUNDERS FOUNDATION CO SHIPMAN & GOODWIN LLP

EIN: 06-6284362

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE STREET BANK FEES	100	50		50
FOREIGN TAXES WITHHELD	1,274	1,274		0
CT COUNCIL FOR PHILANTHROPY MEMBERSHIP DUES	900	0		900

TY 2012 Taxes Schedule

Name: THE SAUNDERS FOUNDATION CO SHIPMAN & GOODWIN LLP

EIN: 06-6284362

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
US ESTIMATED TAX	4,720	4,720		0