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Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

For calendar year 2013 or tax year beginning 06/19, 2013, and ending 12/31, 2013

Name of foundation: **JAMES SANDERS CHARITABLE TRUST**

Number and street (or P.O. box number if mail is not delivered to street address): **P O BOX 630858**

Room/suite: _____

City or town, state or province, country, and ZIP or foreign postal code: **CINCINNATI, OH 45263-0858**

A Employer identification number
61-6484787

B Telephone number (see instructions)
513-534-5310

C If exemption application is pending, check here **X**

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

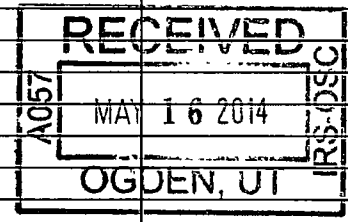
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply: Initial return Final return Address change Initial return of a former public charity Amended return 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) **\$ 396,861.** 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)
1	Contributions, gifts, grants, etc., received (attach schedule)	248,552.			
2	Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	185.	185.		STMT 1
4	Dividends and interest from securities	4,224.	3,613.		STMT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	117,373.			
b	Gross sales price for all assets on line 6a	348,526.			
7	Capital gain net income (from Part IV, line 2)		117,373.		
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	370,334.	121,171.		
13	Compensation of officers, directors, trustees, etc.				
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 3	2,593.	1,296.	NONE	1,296.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 4	50.	50.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule) STMT 5	3,062.	2,212.		850.
24	Total operating and administrative expenses. Add lines 13 through 23	5,705.	3,558.	NONE	2,146.
25	Contributions, gifts, grants paid	11,572.			11,572.
26	Total expenses and disbursements. Add lines 24 and 25	17,277.	3,558.	NONE	13,718.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	353,057.			
b	Net investment income (if negative, enter -0-)		117,613.		
c	Adjusted net income (if negative, enter -0-)				



SCANNED MAY 22 2014

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		6,118.	6,118.
	2	Savings and temporary cash investments		4,899.	4,899.
	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 ▶ -----	NONE		
	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)		250,672.	294,497.
	c	Investments - corporate bonds (attach schedule)		92,393.	91,347.
	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)		354,082.	396,861.	
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)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds		354,082.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances (see instructions)		354,082.		
31	Total liabilities and net assets/fund balances (see instructions)		354,082.		

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	
2	Enter amount from Part I, line 27a	2	353,057.
3	Other increases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	3	1,875.
4	Add lines 1, 2, and 3	4	354,932.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	850.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	354,082.

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 PUBLICLY TRADED SECURITIES				
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 348,526.		231,153.	117,373.	
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			117,373.	
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	117,373.
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 N/A

(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))
2012			
2011			
2010			
2009			
2008			
2 Total of line 1, column (d)			2
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 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.			8

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

Table with 11 rows and 2 columns. Row 1: 1 2,352. Row 2: 2. Row 3: 3 2,352. Row 4: 4 NONE. Row 5: 5 2,352. Row 6: 6 Credits/Payments. Row 7: 7 NONE. Row 8: 8. Row 9: 9 2,352. Row 10: 10. Row 11: 11 NONE Refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows and 3 columns (Yes, No, and an unlabeled column). Row 1a: No X. Row 1b: Yes X. Row 1c: Yes X. Row 2: No X. Row 3: No X. Row 4a: No X. Row 4b: No. Row 5: No X. Row 6: Yes X. Row 7: Yes X. Row 8a: IN. Row 8b: Yes X. Row 9: No X. Row 10: Yes X.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of FIFTH THIRD BANK Telephone no. (812) 456-3084
Located at PO BOX 719, EVANSVILLE, IN ZIP+4 47705
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here 15
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 16 Yes No X

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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes X 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 X 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 X 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 2013? 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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? Yes X 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 X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X No
b If "Yes," did it have excess business holdings in 2013 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 2013.) 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 2013? 4b X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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? Yes No **6b** 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? Yes No **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
FIFTH THIRD BANK PO BOX 719, EVANSVILLE, IN 47705	TRUSTEE 1	-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		NONE	NONE	NONE

Total number of other employees paid over \$50,000 **NONE**

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		NONE

Total number of others receiving over \$50,000 for professional services ▶ **NONE**

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 NONE	
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 ▶

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	386,680.
b	Average of monthly cash balances	1b	5,908.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	392,588.
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	NONE
3	Subtract line 2 from line 1d	3	392,588.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	5,889.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	386,699.
6	Minimum investment return. Enter 5% of line 5	6	19,335.

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	19,335.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,352.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,352.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	16,983.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	16,983.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	16,983.

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	13,718.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	13,718.
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,718.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				16,983.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			NONE	
b Total for prior years: 20____, 20____, 20____		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				NONE
b From 2009				NONE
c From 2010				NONE
d From 2011				NONE
e From 2012				NONE
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>13,718.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				13,718.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				3,265.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

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 2013, 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)

Table with 5 columns: Tax year (a) 2013, (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2a (Adjusted net income), 2b (85% of line 2a), 2c (Qualifying distributions from Part XII), 2d (Amounts included in line 2c), 2e (Qualifying distributions made directly), 3 (Alternative tests: Assets, Endowment, Support).

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 [X] 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 address 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				
USI FOUNDATION ATTN: MARY HUPFER, FDN FISCAL 8600 UNIVERSITY BLVD EVANSVILLE IN 47712	NONE	EXEMPT	GENERAL SUPPORT	11,572.
Total				3a 11,572.
b Approved for future payment				
Total				3b

Schedule of Contributors

2013

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

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990

Name of the organization JAMES SANDERS CHARITABLE TRUST	Employer identification number 61-6484787
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Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

501(c)() (enter number) organization

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

527 political organization

Form 990-PF

501(c)(3) exempt private foundation

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

501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

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

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

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

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

Name of organization **JAMES SANDERS CHARITABLE TRUST** Employer identification number **61-6484787**

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	JAMES A. SANDERS 1311 TIMBERLAKE LANE EVANSVILLE, IN 67710	\$ 248,552.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
-----	-----	\$ -----	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization JAMES SANDERS CHARITABLE TRUST	Employer identification number 61-6484787
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Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	SEE ATTACHED ----- ----- -----	\$ 380,000.	07/11/2013
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----
-----	----- ----- -----	\$ -----	-----

JAMES A SANDERS CHARITABLE FOUNDATION CONTRIBUTION

DATE	DESCRIPTION	FMV
7/12/2013	CASH	\$12,742.00
7/11/2013	60 SHS AMGEN INC	\$5,858.00
7/11/2013	500 SHS BANK AMER CORP	\$6,530.00
7/11/2013	100 SHS CISCO SYS INC	\$2,457.00
7/11/2013	150 CITIGROUP INC	\$7,280.00
7/11/2013	50 SHS JP MORGAN CHASE & CO	\$2,700.00
7/11/2013	50 SHS JOHNSON & JOHNSON	\$4,394.00
7/11/2013	1300 SHS VANGUARD REIT ETF	\$89,479.00
7/11/2013	50 SHS VERIZON COMMUNICATIONS	\$2,565.00
7/11/2013	100 SHS WELLS FARGO & COMPANY	\$4,207.00
7/15/2013	7800 SHS ROYCE FD TOTAL RETURN FD FUND 267	\$121,602.00
7/16/2013	6600 SHS PRINCIPAL MIDCAP BLEND FUND	\$120,186.00
	TOTAL	\$380,000.00



Investment Account
JAMES SANDERS CHARITABLE TRUST

PORTFOLIO POSITIONS

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Cash & Equivalents									
6,117.6700		CASH	\$1.000	\$6,117.67	1.5%	\$6,117.67			
63.0000		FIFTH THIRD BANKSAFE TRUST (INCOME INVESTMENT) CUSIP - 316775907	\$1.000	\$63.00	0.0%	\$63.00			
4,836.0000		FIFTH THIRD BANKSAFE TRUST CUSIP - 316775907	\$1.000	\$4,836.00	1.2%	\$4,836.00		\$0.15	
						\$11,016.67	2.8%	\$0.15	

Cash & Equivalents - Total

Fixed Income									
10,000.0000		AIR PRODS & CHEMS INC 08/02/11 2.00 08/02/16 CUSIP - 009158AQ9	\$102.246	\$10,224.60	2.6%	\$10,285.90	\$(61.30)	\$200.00	2.0%
10,000.0000		BOTTLING GROUP LLC 01/20/09 5.125 01/15/19 CUSIP - 10138MAK1	\$112.917	\$11,291.70	2.8%	\$11,470.20	\$(178.50)	\$512.50	4.5%
10,000.0000		DEUTSCHE BK AG LONDON SR NT 08/29/07 6.000 09/01/17 CUSIP - 25152CMN3	\$114.217	\$11,421.70	2.9%	\$11,579.30	\$(157.60)	\$600.00	5.3%
2,178.6490	EIBLX	EATON VANCE MUT FDS TR FLTG RATE FD CL I CUSIP - 277911491	\$9.190	\$20,021.78	5.0%	\$20,000.00	\$21.78	\$782.13	3.9%
60.0000	TIP	ISHARES BARCLAYS TIPS BOND FUND CUSIP - 464287176	\$109.900	\$6,594.00	1.7%	\$6,795.60	\$(201.60)	\$75.72	1.1%
10,000.0000		PHILIP MORRIS INTL INC 05/16/08 5.650 05/16/18 CUSIP - 718172AA7	\$114.852	\$11,485.20	2.9%	\$11,750.50	\$(265.30)	\$565.00	4.9%
578.7040	TGEIX	TCW FDS INC EMERGING MKTS INCOME FD CL I CUSIP - 87234N765	\$8.400	\$4,861.11	1.2%	\$5,000.00	\$(138.89)	\$283.56	5.8%

Investment Account

12/01/2013 - 12/31/2013

Investment Account
JAMES SANDERS CHARITABLE TRUST

PORTFOLIO POSITIONS

(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
10,000.0000		TOTAL CAPITAL SA 10/02/09 3.125 10/02/15 CUSIP - 89152UAA0	\$104.357	\$10,435.70	2.6%	\$10,511.70	\$(76.00)	\$312.50	3.0%
545.2560	THYYX	TOUCHSTONE INVT TR HI YLD FD CLY CUSIP - 89154W817	\$9.190	\$5,010.90	1.3%	\$5,000.00	\$10.90	\$285.71	5.7%

Fixed Income - Total

				\$91,346.69	23.0%	\$92,393.20	\$(1,046.51)	\$3,617.12	4.0%
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Equities

80.0000	ABT	ABBOTT LABS CUSIP - 002824100	\$38.330	\$3,066.40	0.8%	\$2,885.60	\$180.80	\$70.40	2.3%
60.0000	AIG	AMERICAN INTL GROUP INC CUSIP - 026874784	\$51.050	\$3,063.00	0.8%	\$2,940.73	\$122.27	\$24.00	0.8%
20.0000	AMGN	AMGEN INC CUSIP - 031162100	\$114.080	\$2,281.60	0.6%	\$900.60	\$1,381.00	\$48.80	2.1%
10.0000	AAPL	APPLE INC CUSIP - 037833100	\$561.020	\$5,610.20	1.4%	\$4,308.80	\$1,301.40	\$122.00	2.2%
377.1190	ARTQX	ARTISAN MID CAP VALUE FUND-INV CUSIP - 04314H709	\$27.000	\$10,182.21	2.6%	\$10,140.73	\$41.48	\$88.25	0.9%
200.0000	BAC	BANK AMER CORP CUSIP - 060505104	\$15.570	\$3,114.00	0.8%	\$1,493.66	\$1,620.34	\$8.00	0.3%
20.0000	BRK B	BERKSHIRE HATHAWAY INC DEL CL B NEW CUSIP - 084670702	\$118.560	\$2,371.20	0.6%	\$2,358.20	\$13.00		
100.0000	CSCO	CISCO SYSTEMS INC CUSIP - 17275R102	\$22.430	\$2,243.00	0.6%	\$3,327.78	\$(1,084.78)	\$68.00	3.0%
50.0000	C	CTTIGROUP INC CUSIP - 172967424	\$52.110	\$2,605.50	0.7%	\$1,599.50	\$1,006.00	\$2.00	0.1%
60.0000	KO	COCA COLA CO CUSIP - 191216100	\$41.310	\$2,478.60	0.6%	\$2,444.40	\$34.20	\$67.20	2.7%

Investment Account



Investment Account
JAMES SANDERS CHARITABLE TRUST

PORTFOLIO POSITIONS (continued)										
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield	

40.0000	CL	COLGATE PALMOLIVE CO COM	\$65.210	\$2,608.40	0.7%	\$2,337.20	\$271.20	\$54.40	2.1%	
		CUSIP - 194162103								
40.0000	COP	CONOCOPHILLIPS CUSIP - 20825C104	\$70.650	\$2,826.00	0.7%	\$2,621.20	\$204.80	\$110.40	3.9%	
40.0000	DIS	DISNEY WALT CO CUSIP - 254687106	\$76.400	\$3,056.00	0.8%	\$2,697.89	\$358.11	\$34.40	1.1%	
50.0000	DD	DU PONT E I DE NEMOURS & CO CUSIP - 263534109	\$64.970	\$3,248.50	0.8%	\$2,769.00	\$479.50	\$90.00	2.8%	
40.0000	DUK	DUKE ENERGY CORP NEW COM NEW	\$69.010	\$2,760.40	0.7%	\$2,821.60	\$(61.20)	\$124.80	4.5%	
		CUSIP - 26441C204								
100.0000	EMC	E M C CORP/MASS CUSIP - 268648102	\$25.150	\$2,515.00	0.6%	\$2,546.00	\$(31.00)	\$40.00	1.6%	
40.0000	EMR	EMERSON ELEC CO CUSIP - 291011104	\$70.180	\$2,807.20	0.7%	\$2,301.60	\$505.60	\$68.80	2.5%	
251.7160	AEPFX	EUROPACIFIC GROWTH FD CL F-2 CUSIP - 29875E100	\$48.980	\$12,329.05	3.1%	\$11,000.00	\$1,329.05	\$144.48	1.2%	
30.0000	XOM	EXXON MOBIL CORP CUSIP - 30231G102	\$101.200	\$3,036.00	0.8%	\$2,811.30	\$224.70	\$75.60	2.5%	
100.0000	GE	GENERAL ELECTRIC CO CUSIP - 369604103	\$28.030	\$2,803.00	0.7%	\$2,356.50	\$446.50	\$88.00	3.1%	
30.0000	HD	HOME DEPOT INC CUSIP - 437076102	\$82.340	\$2,470.20	0.6%	\$2,300.27	\$169.93	\$46.80	1.9%	
100.0000	INTC	INTEL CORP CUSIP - 458140100	\$25.955	\$2,595.50	0.7%	\$2,427.50	\$168.00	\$90.00	3.5%	
10.0000	IBM	INTERNATIONAL BUSINESS MACHS CUSIP - 459200101	\$187.570	\$1,875.70	0.5%	\$1,945.40	\$(69.70)	\$38.00	2.0%	

Investment Account

12/01/2013 - 12/31/2013



Investment Account
JAMES SANDERS CHARITABLE TRUST

PORTFOLIO POSITIONS (continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
50.0000	JPM	JP MORGAN CHASE & CO CUSIP - 46625H100	\$58.480	\$2,924.00	0.7%	\$1,187.00	\$1,737.00	\$76.00	2.6%
30.0000	JNJ	JOHNSON & JOHNSON CUSIP - 478160104	\$91.590	\$2,747.70	0.7%	\$1,608.00	\$1,139.70	\$79.20	2.9%
30.0000	MCD	MCDONALDS CORP CUSIP - 580135101	\$97.030	\$2,910.90	0.7%	\$2,992.50	\$(81.60)	\$97.20	3.3%
60.0000	MRK	MERCK & CO INC NEW CUSIP - 58933Y105	\$50.050	\$3,003.00	0.8%	\$2,916.60	\$86.40	\$105.60	3.5%
70.0000	MSFT	MICROSOFT CORP CUSIP - 594918104	\$37.410	\$2,618.70	0.7%	\$2,523.50	\$95.20	\$78.40	3.0%
30.0000	NOV	NATIONAL-OILWELL INC COM CUSIP - 637071101	\$79.530	\$2,385.90	0.6%	\$2,176.20	\$209.70	\$31.20	1.3%
30.0000	OXY	OCCIDENTAL PETE CORP CUSIP - 674599105	\$95.100	\$2,853.00	0.7%	\$2,698.50	\$154.50	\$76.80	2.7%
80.0000	ORCL	ORACLE CORPORATION CUSIP - 68389X105	\$38.260	\$3,060.80	0.8%	\$2,589.60	\$471.20	\$38.40	1.3%
651.2120	ODVY	OPPENHEIMER DVLPIG MKTS-Y CUSIP - 683974505	\$37.560	\$24,459.52	6.2%	\$22,531.93	\$1,927.59	\$106.15	0.4%
100.0000	PFE	PFIZER INC CUSIP - 717081103	\$30.630	\$3,063.00	0.8%	\$2,880.00	\$183.00	\$104.00	3.4%
20.0000	PX	PRAXAIR INC CUSIP - 74005P104	\$130.030	\$2,600.60	0.7%	\$2,328.40	\$272.20	\$48.00	1.8%
1,170.6380	PCBIX	PRINCIPAL MIDCAP BLEND FUND CUSIP - 74253Q747	\$20.490	\$23,986.37	6.0%	\$18,554.61	\$5,431.76	\$58.53	0.2%
30.0000	PG	PROCTER & GAMBLE CO CUSIP - 742718109	\$81.410	\$2,442.30	0.6%	\$2,421.30	\$21.00	\$72.18	3.0%
720.1870	PRFDX	T ROWE PRICE EQUITY INCOME FD	\$32.840	\$23,650.94	6.0%	\$22,433.82	\$1,217.12	\$388.90	1.6%

Investment Account



Investment Account
JAMES SANDERS CHARITABLE TRUST

PORTFOLIO POSITIONS (continued)									
Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
FUND #71									
		CUSIP - 779547108							
1,117.8880	RYTRX	ROYCE FD TOTAL RETURN FD FUND 267	\$16.470	\$18,411.62	4.6%	\$9,904.48	\$8,507.14	\$158.74	0.9%
		CUSIP - 780905881							
30.0000	SLB	SCHLUMBERGER LTD CUSIP - 806857108	\$90.110	\$2,703.30	0.7%	\$2,331.60	\$371.70	\$37.50	1.4%
		CUSIP - 87612E106							
40.0000	TGT	TARGET CORP CUSIP - 87612E106	\$63.270	\$2,530.80	0.6%	\$2,900.40	\$(369.60)	\$68.80	2.7%
		CUSIP - 88579Y101							
20.0000	MMM	3M CO CUSIP - 88579Y101	\$140.250	\$2,805.00	0.7%	\$2,298.00	\$507.00	\$68.40	2.4%
		CUSIP - 907818108							
20.0000	UNP	UNION PAC CORP CUSIP - 907818108	\$168.000	\$3,360.00	0.8%	\$3,073.47	\$286.53	\$63.20	1.9%
		CUSIP - 913017109							
30.0000	UTX	UNITED TECHNOLOGIES CORP CUSIP - 913017109	\$113.800	\$3,414.00	0.9%	\$3,025.20	\$388.80	\$70.80	2.1%
		CUSIP - 92343V104							
50.0000	VZ	VERIZON COMMUNICATIONS CUSIP - 92343V104	\$49.140	\$2,457.00	0.6%	\$1,502.65	\$954.35	\$106.00	4.3%
		CUSIP - 931422109							
50.0000	WAG	WALGREEN CO CUSIP - 931422109	\$57.440	\$2,872.00	0.7%	\$2,491.50	\$380.50	\$63.00	2.2%
		CUSIP - 936793884							
3,956.8350	WAEMX	WASATCH EMER MKTS SMALL CAP CUSIP - 936793884	\$2.650	\$10,485.61	2.6%	\$11,000.00	\$(514.39)	\$51.44	0.5%
		CUSIP - 949746101							
60.0000	WFC	WELLS FARGO & COMPANY CUSIP - 949746101	\$45.400	\$2,724.00	0.7%	\$1,812.90	\$911.10	\$72.00	2.6%
Equities - Total				\$236,416.72	59.6%	\$203,517.62	\$32,899.10	\$3,624.77	1.5%



FIFTH THIRD
PRIVATE BANK

04-1231

Investment Account
JAMES SANDERS CHARITABLE TRUST

12/01/2013 - 12/31/2013

PORTFOLIO POSITIONS

(continued)

Quantity	Symbol	Description	Current Price	Market Value	% of Acct	Cost Basis	Unrealized Gain/(Loss)	Est. Annual Income	Est. Yield
Alternative Strategies									
657.2640	JSOSX	J P MORGAN TR INCOME OPP SEL CUSIP - 4812A4351	\$11.890	\$7,814.87	2.0%	\$7,828.01	\$(13.14)	\$203.09	2.6%
1,534.2160	PAUPX	PIMCO ALL ASSET ALL AUTH FUND CUSIP - 72201M438	\$9.900	\$15,188.74	3.8%	\$15,848.45	\$(659.71)	\$879.11	5.8%
1,384.3550	MLPTX	STEELPATH MLP FDS TR SELECT 40 FD CL I CUSIP - 858268204	\$12.280	\$16,999.88	4.3%	\$17,000.00	\$(0.12)	\$977.35	5.7%
						Alternative Strategies - Total	\$(672.97)	\$2,059.55	5.1%
Real Estate Investments									
280.0000	VNQ	VANGUARD REIT ETF CUSIP - 922908553	\$64.560	\$18,076.80	4.6%	\$6,478.01	\$11,598.79	\$781.48	4.3%
						Real Estate Investments - Total	\$11,598.79	\$781.48	4.3%
Total Portfolio Positions				\$396,860.37	100.0%	\$354,081.96	\$42,778.41	\$10,083.07	2.5%

Investment Account

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
MONEY MARKET INTEREST	185.	185.
TOTAL	185.	185.

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	36.	36.
FOREIGN DIVIDENDS	233.	233.
NONDIVIDEND DISTRIBUTIONS	611.	
DOMESTIC DIVIDENDS	1,916.	1,916.
FOREIGN INTEREST	126.	126.
NONQUALIFIED DOMESTIC DIVIDENDS	1,302.	1,302.
TOTAL	4,224.	3,613.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES	2,593.	1,296.		1,296.
TOTALS	2,593.	1,296.	NONE	1,296.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES ON QUALIFIED FOR	50.	50.
TOTALS	50.	50.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
BANK SERVICE FEES	1,106.	1,106.	
BANK SERVICE FEES	1,106.	1,106.	
OTHER MISC. EXPENSES	850.		850.
TOTALS	3,062.	2,212.	850.

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

DESCRIPTION -----	AMOUNT -----
PRIOR YEAR ROC ADJ TO COST BASIS	836.
ROUNDING	14.

TOTAL	850.
	=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS
=====

NAME AND ADDRESS

JAMES A. SANDERS
1311 TIMBERLAKE LANE
EVANSVILLE, IN 67710