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Form 990-PF

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

Do not enter social security numbers on this form as it may be made public.

Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

Open to Public Inspection

2015

For calendar year 2015 or tax year beginning

03/01, 2015, and ending

02/29, 2016

Name of foundation: SWINDELLS CHAR FDN TR U/W
Employer identification number: 06-6026054
Telephone number: 888-866-3275

City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02901-1802

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

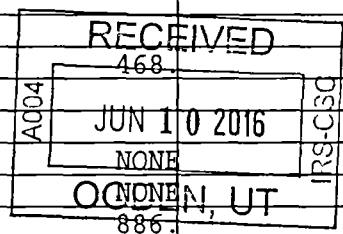
H Check type of organization: Section 501(c)(3) exempt private foundation

I Fair market value of all assets at end of year: \$ 2,428,173

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Net investment income (27).

ENVELOPE POSTMARK DATE JUN 03 2016

SCANNED JUN 14 2016





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			
	2	Savings and temporary cash investments	51,650.	45,700.	45,700.
	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			
	10a	Investments - U S and state government obligations (attach schedule)	50,442.	50,400.	50,708.
	b	Investments - corporate stock (attach schedule)	2,413,232.	2,392,382.	2,331,765.
	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)	STMT .12.		
	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)	2,515,324.	2,488,482.	2,428,173.	
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, check here ▶ <input checked="" type="checkbox"/>				
	and complete lines 27 through 31.				
27	Capital stock, trust principal, or current funds	2,515,324.	2,488,482.		
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)	2,515,324.	2,488,482.		
31	Total liabilities and net assets/fund balances (see instructions)	2,515,324.	2,488,482.		

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	2,515,324.
2	Enter amount from Part I, line 27a	2	-18,482.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 13	3	9,195.
4	Add lines 1, 2, and 3	4	2,506,037.
5	Decreases not included in line 2 (itemize) ▶ CTF COST ADJUSTMENT	5	17,555.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,488,482.

Form 990-PF (2015)

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 OTHER GAINS AND LOSSES						
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 398,056.		350,012.	48,044.			
b 221,956.		194,970.	26,986.			
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) 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			48,044.			
b			26,986.			
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	75,030.	
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 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))
2014	124,549.	2,669,712.	0.046653
2013	116,515.	2,578,252.	0.045191
2012	106,132.	2,406,070.	0.044110
2011	104,480.	2,364,673.	0.044184
2010	112,670.	2,271,766.	0.049596
2 Total of line 1, column (d)			2 0.229734
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 0.045947
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5			4 2,542,446.
5 Multiply line 4 by line 3			5 116,818.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 1,157.
7 Add lines 5 and 6			7 117,975.
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.			8 136,206.



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

Table with 11 rows for excise tax calculations. Includes sub-rows 6a-6d for credits. Total tax due is 1,160, with 211 refunded.

Part VII-A Statements Regarding Activities

Table with 10 rows of activity statements. Includes questions about political influence, unrelated business income, and substantial contributors. Marked with 'Yes' or 'No' and 'X'.



Part VII-A Statements Regarding Activities (continued)

	Yes	No
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)		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)		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ <u>N/A</u>	X	
14 The books are in care of ▶ <u>US TRUST FIDUCIARY TAX SERVICES</u> Telephone no. ▶ <u>(888) 866-3275</u> Located at ▶ <u>P.O. BOX 1802, PROVIDENCE, RI</u> ZIP+4 ▶ <u>02901-1802</u>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <u>15</u>		
16 At any time during calendar year 2015, 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?		X
See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ▶		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
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 2015?	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ _____		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If "Yes," did it have excess business holdings in 2015 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 2015)	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 2015?	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 4945(d)(4)(A)? (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
SEE STATEMENT 16		27,469.		

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	2,527,241.
b	Average of monthly cash balances	1b	53,922.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	2,581,163.
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	2,581,163.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	38,717.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,542,446.
6	Minimum investment return. Enter 5% of line 5	6	127,122.

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	127,122.
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,157.
2b	Income tax for 2015. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,157.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	125,965.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	125,965.
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	125,965.

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	136,206.
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	136,206.
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	1,157.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	135,049.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				125,965.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			2,511.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2015:				
a From 2010		NONE		
b From 2011		NONE		
c From 2012		NONE		
d From 2013		NONE		
e From 2014		NONE		
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2015 from Part XII, line 4: ► \$ <u>136,206.</u>				
a Applied to 2014, but not more than line 2a			2,511.	
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 2015 distributable amount.				125,965.
e Remaining amount distributed out of corpus.	7,730.			
5 Excess distributions carryover applied to 2015. (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	7,730.			
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 2014. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016.				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	NONE			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	7,730.			
10 Analysis of line 9:				
a Excess from 2011	NONE			
b Excess from 2012	NONE			
c Excess from 2013	NONE			
d Excess from 2014	NONE			
e Excess from 2015	7,730.			



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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

	Tax year		Prior 3 years		(e) Total
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2



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
<p>a Paid during the year</p> <p>SEE ATTACHED STATEMENT</p>	N/A	SEE ATTACH	SEE ATTACHED STATEMENT	116,000.
Total ▶ 3a				116,000.
b Approved for future payment				
Total ▶ 3b				

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN DIVIDENDS	4,779.	4,779.
NONDIVIDEND DISTRIBUTIONS	958.	
DOMESTIC DIVIDENDS	20,231.	20,231.
OTHER INTEREST	10,491.	10,491.
FOREIGN INTEREST	1,096.	1,096.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE)	6,222.	6,222.
NON-TAXABLE FOREIGN INCOME	-51.	
NONDISTRIBUTIVE FOREIGN DIVIDENDS	2,666.	2,666.
NONQUALIFIED FOREIGN DIVIDENDS	1,988.	1,988.
NONQUALIFIED DOMESTIC DIVIDENDS	11,044.	11,044.
TOTAL	59,424.	58,517.

SWINDELLS CHAR FDN TR U/W

06-6026054

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
EXCISE TAX REFUND PARTNERSHIP INCOME	846.	4.
TOTALS	846. =====	4. =====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	
GRANTMAKING FEES - BOA	6,519.	
TOTALS	6,519.	

CHARITABLE
PURPOSES

6,519.

6,519.
=====



SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	273.	273.
FOREIGN TAXES ON QUALIFIED FOR	142.	142.
FOREIGN TAXES ON NONQUALIFIED	53.	53.
TOTALS	468.	468.



SWINDELLS CHAR FDN TR U/W

06-6026054

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

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	CHARITABLE PURPOSES -----
OTHER ALLOCABLE EXPENSE-PRINCI	313.	313.	
OTHER ALLOCABLE EXPENSE-INCOME	313.	313.	
OTHER CHARITABLE EXPENSES	1,450.		1,450.
PARTNERSHIP EXPENSES		260.	
TOTALS	2,076.	886.	1,450.

SWINDELLS CHAR FDN TR U/W

06-6026054

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

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
912810DW5 UNITED STATES TREAS	50,442.	50,400.	50,708.
TOTALS	50,442.	50,400.	50,708.

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - CORPORATE STOCK
=====

	BEGINNING	ENDING	ENDING
	BOOK VALUE	BOOK VALUE	FMV
	-----	-----	---

DESCRIPTION

828806109	SIMON PPTY GROUP INC
G3157S106	ENSCO PLC CL A COM
032511107	ANADARKO PETE CORP C
166764100	CHEVRON CORP COM
26875P101	EOG RES INC COM
406216101	HALLIBURTON CO COM
436106108	HOLLYFRONTIER CORP C
780259206	ROYAL DUTCH SHELL PL
806857108	SCHLUMBERGER LTD COM
969457100	WILLIAMS COS INC DEL
009363102	AIRGAS INC COM
232820100	CYTEC INDS INC COM
260543103	DOW CHEM CO COM
767204100	RIO TINTO PLC SPONSO
G29183103	EATON CORP PLC COM
H89128104	TYCO INTL LTD NEW F
00101J106	ADT CORP COM
097023105	BOEING CO COM
31428X106	FEDEX CORP COM
369604103	GENERAL ELEC CO COM
42805T105	HERTZ GLOBAL HLDGS I
428291108	HEXCEL CORP NEW COM
438516106	HONEYWELL INTL INC C
445658107	HUNT J B TRANS SVCS
696429307	PALL CORP COM
773903109	ROCKWELL AUTOMATION
023135106	AMAZON COM INC COM
20030N101	COMCAST CORP NEW CL
25470M109	DISH NETWORK CORP CO



SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
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345370860	FORD MTR CO DEL COM		
364760108	GAP INC DEL COM		
460690100	INTERPUBLIC GROUP CO		
548661107	LOWES COS INC COM		
580135101	MCDONALDS CORP COM		
887317303	TIME WARNER INC NEW		
92553P201	VIACOM INC CL B COM		
126650100	CVS CAREMARK CORP CO		
50076Q106	KRAFT FOODS GROUP IN		
713448108	PEPSICO INC COM		
718172109	PHILIP MORRIS INTL I		
742718109	PROCTER & GAMBLE CO		
002824100	ABBOTT LABS COM		
00817Y108	AETNA INC NEW COM		
018490102	ALLERGAN INC COM		
125509109	CIGNA CORP COM		
14149Y108	CARDINAL HEALTH INC		
30219G108	EXPRESS SCRIPTS HLDG		
375558103	GILEAD SCIENCES INC		
436440101	HOLOGIC INC COM		
478160104	JOHNSON & JOHNSON CO		
58933Y105	MERCK & CO INC NEW C		
683399109	ONYX PHARMACEUTICALS		
883556102	THERMO FISHER SCIENT		
92532F100	VERTEX PHARMACEUTICA		
98956P102	ZIMMER HLDGS INC COM		
H0023R105	ACE LTD COM		
084670702	BERKSHIRE HATHAWAY I		
14040H105	CAPITAL ONE FINL COR		

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - CORPORATE STOCK

=====

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
172967424 CITIGROUP INC NEW CO			
354613101 FRANKLIN RES INC COM			
38141G104 GOLDMAN SACHS GROUP			
46625H100 J P MORGAN CHASE & C			
693475105 PNC FINL SVCS GROUP			
92826C839 VISA INC CL A COM			
949746101 WELLS FARGO & CO NEW			
G1151C101 ACCENTURE PLC CL A C			
Y0486S104 AVAGO TECHNOLOGIES L			
032654105 ANALOG DEVICES INC C			
037833100 APPLE INC COM			
17275R102 CISCO SYS INC COM			
177376100 CITRIX SYS INC COM			
192446102 COGNIZANT TECHNOLOGY			
268648102 EMC CORP COM			
278642103 EBAY INC COM			
315616102 F5 NETWORKS INC COM			
38259P508 GOOGLE INC CL A COM			
594918104 MICROSOFT CORP COM			
62886E108 NCR CORP NEW COM			
747525103 QUALCOMM INC COM			
92343V104 VERIZON COMMUNICATIO			
92857W209 VODAFONE GROUP PLC S			
748356102 QUESTAR CORP COM			
816851109 SEMPRA ENERGY COM			
19765J830 COLUMBIA MID CAP VAL			
19765P232 COLUMBIA MID CAP GRO			
19765Y688 COLUMBIA SELECT LARG			
722005667 PIMCO COMMODITY REAL			

62,551.

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - CORPORATE STOCK

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DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
411511306 HARBOR INTERNATIONAL	65,000.		
52106N889 LAZARD EMERGING MKTS	105,774.		
197199813 COLUMBIA ACORN INTER	40,000.		
19765H636 COLUMBIA MARSICO INT		610,723.	638,989.
202671913 AGGREGATE BOND CTF	677,346.		
1261291Q8 SMALL CAP CTF	123,946.		
464287465 ISHARES MSCI EAFE ET	76,687.		
922908553 VANGUARD REIT ETF	64,981.	64,004.	77,094.
22544R305 CREDIT SUISSE COMMOD	50,000.	50,000.	29,475.
45399C107 DIVIDEND INCOME COMM	300,438.	311,440.	308,376.
99Z466163 HIGH QUALITY CORE CO	206,783.	211,889.	206,991.
99Z501647 STRATEGIC GROWTH COM	272,493.	287,675.	304,312.
73935S105 POWERSHARES DB COMMO	50,107.	50,107.	24,098.
693390841 PIMCO HIGH YIELD FD	105,000.	105,000.	93,321.
880208400 TEMPLETON GLOBAL BD	50,000.	50,000.	44,444.
302993993 MID CAP VALUE CTF	81,399.	85,631.	71,429.
323991307 MID CAP GROWTH CTF	80,727.	92,439.	76,276.
464287200 ISHARES CORE S&P 500		100,500.	98,228.
921943858 VANGUARD FTSE DEVELO		74,647.	67,912.
97717X701 WISDOMTREE EUROPE HE		36,924.	32,987.
207543877 SMALL CAP GROWTH LEA		50,004.	53,811.
29099J109 EMERGING MARKETS STO		71,156.	71,057.
303995997 SMALL CAP VALUE CTF		50,081.	52,829.
99Z466197 INTERNATIONAL FOCUS		90,162.	80,136.
TOTALS	2,413,232.	2,392,382.	2,331,765.

SWINDELLS CHAR FDN TR U/W

06-6026054

FORM 990PF, PART II - OTHER INVESTMENTS
=====

COST/
FMV
C OR F

DESCRIPTION

73935S105 POWERSHARES DB COMMO

C

TOTALS



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

=====

DESCRIPTION

AMOUNT

ROUNDING

1.

PARTNERSHIP TRANSACTION ADJUSTMENT

9,194.

TOTAL

9,195.

=====



GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS -5,598.00

TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED) -5,598.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS 69,724.00

PARTNERSHIPS, TRUSTS, S CORPORATIONS -9,194.00

TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED) 60,530.00



SWINDELLS CHAR FDN TR U/W

06-6026054

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

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OFFICER NAME:

BANK OF AMERICA

ADDRESS:

777 MAIN STREET

HARTFORD, CT 06115

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION 27,469.

COMPENSATION EXPLANATION:

SEE FOOTNOTE

TOTAL COMPENSATION: 27,469.

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SWINDELLS CHAR FDN TR U/W
FORM 990PF, PART XV - LINES 2a - 2d
=====

06-6026054

RECIPIENT NAME:

AMY LYNCH - BANK OF AMERICA
FORM, INFORMATION AND MATERIALS:
SEE ATTACHED STATEMENT

SUBMISSION DEADLINES:

SEE ATTACHED STATEMENT

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED STATEMENT



FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
04/21/2015	-2,000.00	YOUTH UNITED FOR SURVIVAL	NONE	TO SUPPORT THE BETTER HORIZONS PROGRAM	PC
04/21/2015	-2,500.00	YMCA CAMP MOHAWK	NONE	TO SUPPORT THE CAMPAERSHIP PROGRAM	PC
04/21/2015	-3,000.00	VETERANS SUPPORT FOUNDATION	NONE	SUPPORTIVE HOUSING FOR HOMELESS VETERANS	PC
04/21/2015	-2,500.00	UNITED COMMUNITY & FAMILY	NONE	DENTAL EQUIPMENT SUPPORT PROGRAM	PC
04/21/2015	-2,000.00	UNITED CEREBRAL PALSY OF E CT	NONE	DISABILITY SUPPORT PROGRAM	PC
04/21/2015	-3,000.00	SAINT VINCENT DE PAUL MIDDLETOWN	NONE	MEALS AND COMMUNITY ASSISTANCE PROGRAM	PC
04/21/2015	-3,000.00	OPERATION HOPE OF FAIRFIELD INC	NONE	EMERGENCY FOOD PANTRY & COMMUNITY KITCHEN	PC
04/21/2015	-2,500.00	NORWALK SENIOR CENTER, INC	NONE	TO SUPPORT THE SATELLITE SENIOR CENTER	PC
04/21/2015	-3,000.00	MY SISTER'S PLACE	NONE	FOR THE LOVE OF CHILDREN INITIATIVE	PC
04/21/2015	-3,000.00	MERCY HOUSING AND SHELTER CORP	NONE	PROGRAMS AT ST ELIZABETH HOUSE	PC
04/21/2015	-2,500.00	MALTA HOUSE, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PC
04/21/2015	-2,500.00	KIDS IN CRISIS, INC	NONE	SAFE HAVEN FOR KIDS PROGRAMS	PC
04/21/2015	-2,000.00	HOSPITAL OF CENTRAL CONNECTICUT	NONE	MEDICAL LEGAL PARTNERSHIP PROGRAM	PC
04/21/2015	-2,500.00	HOLE IN THE WALL GANG FUND, INC	NONE	CAMPERSHIPS FOR SERIOUSLY ILL CHILDREN	PC
04/21/2015	-3,000.00	HANDS ON HARTFORD	NONE	TO SUPPORT THE MANNA BASIC NEEDS	PC
04/21/2015	-2,500.00	FARM TO FAMILY, INC	NONE	BASIC NEEDS/FOOD AND NUTRITION PROGRAM	PC
04/21/2015	-2,000.00	MANITOU CAMPS FOUNDATION	NONE	SUMMER CAMPS FOR CT GRIEVING CHILDREN	PC
04/21/2015	-3,000.00	COVENANT SOUP KITCHEN, INC	NONE	TO SUPPORT THE MEALS PROGRAM	PC
04/21/2015	-2,000.00	COVENANT SHELTER OF NEW LONDON	NONE	AFTER SCHOOL AND SUMMER PROGRAMS	PC
04/21/2015	-2,500.00	CENTER FOR CHILDREN'S ADVOCACY	NONE	MEDICAL LEGAL PARTNERSHIP PROGRAM	PC
04/21/2015	-2,500.00	BRIDGE FAMILY CENTER, INC	NONE	SHORT TERM ASSESSMENT AND RESPITE HOME	PC
04/21/2015	-2,000.00	BOYS & GIRLS CLUB OF NEW HAVEN	NONE	UNRESTRICTED GENERAL SUPPORT	PC
04/21/2015	-2,500.00	THE DIAPER BANK	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-3,000.00	AREA CONGREGATIONS TOGETHER	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-2,500.00	BRIDGEPORT HOSPITAL	NONE	MEDICALLY UNDERSERVED INITIATIVE	PC
10/16/2015	-2,500.00	CENTER FOR HOSPICE CARE SE CT	NONE	TO SUPPORT THE SPECIAL CARE FUND	PC
10/16/2015	-2,500.00	CIRCLE OF CARE FOR FAMILIES	NONE	TO SUPPORT THE LIFELINE EMERGENCY FUND	PC
10/16/2015	-3,000.00	ELDERHOUSE	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-2,500.00	FAMILY CENTERS, INC	NONE	SCHOOL BASED HEALTH CENTERS	PC
10/16/2015	-2,500.00	HEALING WITH HORSES	NONE	EQUINE ASSISTED THERAPY	PC
10/16/2015	-3,000.00	HOMES WITH HOPE, INC	NONE	TO SUPPORT THE BACHARACH COMMUNITY	PC
10/16/2015	-3,000.00	HORIZONS, INC	NONE	RESPITE CARE WEEKENDS FOR DISABLED	PC
10/16/2015	-3,000.00	IMMACARE INC	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-3,500.00	JEWISH SENIOR SERVICES	NONE	CENTER FOR ELDER ABUSE PREVENTION	PC
10/16/2015	-3,000.00	LIFEBRIDGE COMMUNITY SERVICES	NONE	HOUSING STABILIZATION PROGRAM	PC
10/16/2015	-3,500.00	MALTA HOUSE OF CARE, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-2,000.00	OPERATION FUEL, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-2,500.00	SAFE HAVEN OF GREATER WATERBURY	NONE	COUNSELING FOR VICTIMS OF DOMESTIC ABUSE	PC
10/16/2015	-2,000.00	THE SALVATION ARMY OF WATERBURY	NONE	HOUSING ASSISTANCE PROGRAM	PC
10/16/2015	-3,000.00	SOUTH PARK INN, INC	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-3,000.00	ST VINCENT DE PAUL PLACE NORWICH	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-3,000.00	THAMES RIVER COMMUNITY SERVICE	NONE	CHILD DEVELOPMENT PROGRAMMING	PC
10/16/2015	-2,500.00	CENTER FOR SEXUAL ASSAULT CRISIS	NONE	UNRESTRICTED GENERAL SUPPORT	PC
10/16/2015	-2,500.00	THE SALVATION ARMY	NONE	EMERGENCY MATERIAL ASSISTANCE PROGRAM	PC
TOTAL	-116,000.00				

SCHEDULE D

SWINDELLS CHARITABLE FOUNDATION

Name of organization:

Address:

Amount Requested:

Specific purpose for which it is to be used:

Period of time in which it is to be used:

Anticipated benefits:

Does your organization engage in lobbying activities?

Does organization have United States Internal Revenue Service exemption letter dated after 1969?

Yes _____ No _____

Please send us a copy of your tax classification letter under 501 (c) (3) and 509 (a).

Please attach copies of the following:

- 1) most recent audited report.
- 2) operating budget including period of time in which grant will be needed and budgeted sources of income.

Signature of Executive Director

Phone number