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

2009

For calendar year 2009, or tax year beginning , and ending

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

Use the IRS label. Otherwise, print or type. See Specific Instructions.

Name of foundation
Harry F. & Carol H. Barnes
Family Foundation

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
1900 Perkins St.

City or town, state, and ZIP code
Bristol CT 06010

A Employer identification number
20-8718203

B Telephone number (see page 10 of the instructions)
860-583-7070

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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) ▶ $ 1,031,680

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the 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)	479,400			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch. B				
	3	Interest on savings and temporary cash investments	279	279	279	
	4	Dividends and interest from securities	27,433		27,433	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10				
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		0		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns & 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	507,112	279	27,712	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) See Stmt 1	426			
	b	Accounting fees (attach schedule) Stmt 2	2,010			
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see page 14 of the instructions) Stmt 3	190			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 4	2,596			
	24	**Total operating and administrative expenses.** Add lines 13 through 23	5,222	0		0
	25	Contributions, gifts, grants paid	32,000			32,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	37,222	0	0	32,000
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	469,890			
	b	**Net investment income** (if negative, enter -0-)		279		
	c	**Adjusted net income** (if negative, enter -0-)			27,712	

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For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

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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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing		6,403	6,403
	2	Savings and temporary cash investments	55,298	59,391	59,391
	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 16 of the instructions)			
	7	Other notes and loans receivable (att. 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) See Stmt 5	729,862	1,189,256	965,886
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment. basis ▷			
		Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	785,160	1,255,050	1,031,680
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	785,160	1,255,050	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	785,160	1,255,050	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	785,160	1,255,050	

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	785,160
2	Enter amount from Part I, line 27a	2	469,890
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,255,050
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,255,050

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	N/A			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7 } **2**

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 pages 13 and 17 of the 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))
2008	31,821	493,929	0.064424
2007	24,000	394,411	0.060850
2006			
2005			
2004			

2	Total of line 1, column (d)	2	0.125274
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	0.062637
4	Enter the net value of noncharitable-use assets for 2009 from Part X, line 5	4	701,533
5	Multiply line 4 by line 3	5	43,942
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3
7	Add lines 5 and 6	7	43,945
8	Enter qualifying distributions from Part XII, line 4	8	32,000

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 on page 18.

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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	6
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	6
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	6
6	Credits/Payments:		
a	2009 estimated tax payments and 2008 overpayment credited to 2009 — 6a: 366		
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	366
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	360
11	Enter the amount of line 10 to be: **Credited to 2010 estimated tax** ▶ 360 **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		X
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		X
	If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ ______ (2) On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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 page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	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 ▶ Wilma D. Hart Telephone no. ▶ 860-583-7070
c/o1900 Perkins St.
Located at ▶ Bristol, CT ZIP+4 ▶ 06010

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 |

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)? N/A	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 2009? N/A	1c		
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 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? ☐ 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 page 20 of the instructions.) N/A	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 2009 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 2009.) N/A	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 2009?	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 page 22 of the 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 page 22 of the instructions)? N/A — 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? N/A ☐ 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 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? N/A — 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 page 22 of the 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 6				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

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

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

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

Total number of others receiving over $50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 See Statement 7	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions. 3	
Total. Add lines 1 through 3 ▶	

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	630,183
b	Average of monthly cash balances	1b	82,033
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	712,216
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	712,216
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	10,683
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	701,533
6	**Minimum investment return.** Enter 5% of line 5	6	35,077

Part XI **Distributable Amount** (see page 25 of the 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	35,077
2a	Tax on investment income for 2009 from Part VI, line 5 — 2a: 6		
b	Income tax for 2009. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	6
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	35,071
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	35,071
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	35,071

Part XII **Qualifying Distributions** (see page 25 of the 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	32,000
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	32,000
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 page 26 of the instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	32,000

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 page 26 of the instructions)

		(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1	Distributable amount for 2009 from Part XI, line 7				35,071
2	Undistributed income, if any, as of the end of 2009:				
a	Enter amount for 2008 only				
b	Total for prior years: 20____ , 20____ , 20____				
3	Excess distributions carryover, if any, to 2009:				
a	From 2004				
b	From 2005				
c	From 2006				
d	From 2007 7,977				
e	From 2008 7,483				
f	**Total** of lines 3a through e	15,460			
4	Qualifying distributions for 2009 from Part XII, line 4: ▶ $ 32,000				
a	Applied to 2008, but not more than line 2a				
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d	Applied to 2009 distributable amount				32,000
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a).)	3,071			3,071
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	12,389			
b	Prior years' undistributed income. Subtract line 4b from line 2b				
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e	Undistributed income for 2008. Subtract line 4a from line 2a. Taxable amount—see page 27 of the instructions				
f	Undistributed income for 2009. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2010				0
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8	Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)				
9	**Excess distributions carryover to 2010.** Subtract lines 7 and 8 from line 6a	12,389			
10	Analysis of line 9:				
a	Excess from 2005				
b	Excess from 2006				
c	Excess from 2007 4,906				
d	Excess from 2008 7,483				
e	Excess from 2009				

Part XIV Private Operating Foundations (see page 27 of the 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 2009, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year—see page 28 of the 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 page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

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

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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 Statement 8				32,000
Total			▶ 3a	32,000
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the 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					279
4 Dividends and interest from securities			14	27,433	
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					
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		27,433	279

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 27,712

(See worksheet in line 13 instructions on page 28 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 page 29 of the instructions.)
	The Foundation was established for the sole purpose of providing grants to domestic organizations which qualify as charitable organizations described in Section 501(c)(3) and contributions which are tax deductible under Section 170(c)(2).

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

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

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
N/A		

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

Thomas O. Barnes | 8/15/10 | President
Signature of officer or trustee | Date | Title

Paid Preparer's Use Only

Preparer's signature: John A. Letizia	Date: 08/12/10	Check if self-employed ☒
Preparer's identifying number (see Signature on page 30 of the instructions)	[redacted]	
Firm's name (or yours if self-employed), address, and ZIP code	John Letizia, CPA 104 Bellevue Ave Bristol, CT 06010-5816	EIN 06-0922698 Phone no 860-583-1374

DAA

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

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

OMB No. 1545-0047

2009

Name of the organization
Harry F. & Carol H. Barnes
Family Foundation

Employer identification number
20-8718203

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, aggregate 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 aggregate 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 in the heading of its Form 990-EZ, or on line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

208718203 08/12/2010 10 11 AM

Name of organization	Employer identification number
Harry F. & Carol H. Barnes	20-8718203

Part I Contributors (see instructions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	The Harry Fuller Barnes Charitable Lead Annuity Trust c/o Thomas O. Barnes 1900 Perkins St. Bristol CT 06010	$ 479,400	Person [X] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: Harry F. & Carol H. Barnes

Employer identification number: 20-8718203

Part II Noncash Property (see instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	30,894 sh of Barnes Group Inc.	$ 459,394	
		$	
		$	
		$	
		$	
		$	

Statement 1 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$ 426	$	$	$
Total	$ 426	$ 0	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$ 2,010	$	$	$
Total	$ 2,010	$ 0	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Taxes	$ 190	$	$	$
Total	$ 190	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Bank Service Charges	1,520			
Insurance	551			
Membership Fees	500			
Miscellaneous	25			
Total	$ 2,596	$ 0	$ 0	$ 0

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
57,153 sh Barnes Group Stock	$ 729,862	$ 1,189,256	Cost	$ 965,886
Total	$ 729,862	$ 1,189,256		$ 965,886

Federal Statements

Statement 6 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees, Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Nancy Dey c/o 1900 Perkins St. Bristol CT 06010	Chairperson	2.00	0	0	0
Thomas O. Barnes c/o 1900 Perkins St. Bristol CT 06010	President	2.00	0	0	0
Jarre Barnes Betts c/o 1900 Perkins St. Bristol CT 06010	Secretary	2.00	0	0	0
Michael Wray c/o 1900 Perkins St. Bristol CT 06010	Treasurer	2.00	0	0	0
Wilma D. Hart c/o 1900 Perkins St. Bristol CT 06010	Asst. Sec.	2.00	0	0	0

Statement 7 - Form 990-PF, Part IX-A, Line 1 - Summary of Direct Charitable Activities

Description
The Foundation was established for the sole purpose of providing grants to domestic organizations which qualify as charitable organizations described in Section 501(c)(3) and contributions which are tax deductible under Section 170(c)(2). In 2009, the Foundation distributed a total of $32,000 to 11 organizations.

Statement 8 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name / Address	Address / Relationship	Status	Purpose	Amount
Bristol Public Schools Bristol CT 06011-0450	P.O. Box 450		See Attached Letter	1,500
CASA of Jackson County Medford OR 97504	613 Market St.		See Attached Letter	3,000
Encompass North Bend WA 98045	1407 Boalch Avenue NW		See Attached Letter	3,000
Environmntl Learning Ctr Bristol CT 06010	501 Wolcott Rd		See Attached Letter	8,000
Friends of the Forest Anacortes WA 98221	619 Commercial #32		See Attached Letter	500
La Esperanza Granada Mountain View CA 94040	2111 Latham St. #219		See Attached Letter	2,000
Main St. Community Found Bristol CT 06010	P.O. Box 2702		See Attached Letter	3,000
Main St. Community Found Bristol CT 06010	P.O. Box 2702		See Attached Letter	1,500
Northwest Seed Seattle WA 98101	1402 3rd Ave. Suite 901		See Attached Letter	500
Save Darfur Washington DC 20036	1025 Connecticut Ave. NW		See Attached Letter	1,000
The Nature Conservancy Arlington VA 22203	4245 N. Fairfax Dr.		See Attached Letter	2,000
The Webb Schools Claremont CA 91711	1175 West Baseline Rd		See Attached Letter	3,000
The Webb Schools Claremont CA 91711	1175 West Baseline Rd		See Attached Letter	3,000
Total				32,000

Federal Statements

Taxable Interest on Investments

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
Interest Income	$ 279			
Total	$ 279			

Tax-Exempt Dividends from Securities

Description	Amount	Unrelated Business Code	Exclusion Code	Postal Code
Barnes Group-Return of Cap.	$ 27,433		14	CT
Total	$ 27,433			

CASA
Court Appointed Special Advocates
FOR CHILDREN

CASA of Jackson County, Inc.
613 Market Street
Medford, OR 97504
541.734.2272 • 541 842.4078 Fax
www.jacksoncountycasa.org

United Way
Member Agency

Give an Abused Child a Voice—Give Them a CASA

(This letter supersedes and is a correction to the previous letter stating $1,000 had been donated)

December 20, 2009

Thomas O. Barnes, Sr.
The Harry F. Barnes & Carol H. Barnes
Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Mr. Barnes,

On behalf of CASA (*Court Appointed Special Advocates*) children and volunteers in Jackson County, I want to thank you for your generous donation of **$3,000.00** made in ***"Honor of Susan Hedges".*** Your contribution will provide a highly trained CASA volunteer who will be appointed to the cases of three or four abused children for at least a year. The CASAs is the only consistent person who speaks on behalf of their assigned children's needs ensuring their safety and ultimate permanent placement in a loving home.

We receive requests every day from the Attorney General's office, District Attorneys, Child Welfare workers and judges asking for CASAs on critical cases of child abuse; however we don't yet have enough CASAs to assign to the many cases that are still on our waiting list. It is through donations, such as yours, that we will be able to continue to recruit, train and supervise more CASAs for the children who desperately need them.

Thank you very much for including CASA in your giving plans again this year.

Warmest Regards and Best Wishes for a Wonderful Holiday,

J Mylen

Jennifer Mylenek
Executive Director

Please accept my apologies
for mistating your donation and
Thank you again.

CASA of Jackson County, Inc. is a federally recognized 501(c)3 nonprofit agency (tax identification #94-3215621). All donations to our agency are fully tax deductible as allowed by law.

encompass
Children. Families. Community.

December 15, 2009

Mr. Thomas O. Barnes, Sr.
President, The Harry F. Barnes & Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Mr. Barnes,

Thank you so much for your recent contribution of $3,000.00 to Encompass on behalf of Stephen W. Wray of North Bend, WA. We appreciate your generosity and are honored to have your support as Encompass moves forward.

Every year we strive to advance our mission of nurturing children, enriching families and inspiring community. Through each of our programs we have seen many lives changed for the better.

Thank you again for your gift to Encompass.

Sincerely,

Gregory Malcolm
Executive Director
425.888.2777
gregory.malcolm@encompassnw.org

P.S. – Keep this letter as a receipt of your generous donation for your 2009 tax records. This letter serves as an acknowledgment of your contribution for which you received no goods or services.

Environmental Learning Centers of Connecticut, Inc.

December 30, 2009

Mr. Thomas O. Barnes
Harry F. and Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Tom,

I am writing to acknowledge and thank the Harry F. and Carol H. Barnes Family Foundation board for its check of $8,000 which represents the second year payment on its $100,000 pledge made in 2008.

Please convey to the members of the board our deep appreciation and thanks for this very generous and important contribution.

Sincerely,

Whit

Whit Betts
Director of Philanthropy

Harry C. Barnes Memorial Nature Center □ Indian Rock Nature Preserve □ Hurley Hill Preserve
Ernest and Ruth Hart Nature Reserve □ Shepard Nature Preserve □ Shangri-La Preserve

501 Wolcott Road ■ Bristol, Connecticut 06010 ■ 860.589.8200 ■ Fax 860.585.8886 ■ www.elcct.org

Friends of the Forest

Dedicated to the preservation of the Anacortes Community Forest Lands through education, outreach & stewardship

January, 2010

Dear Barnes Family Foundation

The Board of the Friends of the Anacortes Community Forest Lands and I thank you for your generous contribution of $500.00 in 2009.

The Friends of the ACFL is a 501c3 nonprofit organization and our tax id number is 91-1430220. Your contribution is tax deductable to the extent allowed by law. No goods or services were provided in exchange for your generous financial donation.

Your support means so much for our wide range of work in service to the ACFL. Thanks to you, we will continue to provide forest education and stewardship opportunities for all ages to help ensure the future health and sustainability of our beloved community woods. Thank you again!

Sincerely,

Denise Crowe

Denise Crowe
Education and Outreach Director

Friends of the ACFL
619 Commercial #32
Anacortes, WA 98221
(360) 293-3725
acfl@fidalgo.net

MAIN ST. COMMUNITY FOUNDATION

NATIONAL STANDARDS

Confirmed in Compliance with
National Standards for U.S Community Foundations

December 9, 2009

Mr. Thomas Barnes, Sr.
President
Harry F. Barnes & Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Tom:

I am writing on behalf of the Board of Directors and staff of the Main Street Community Foundation to thank you for your continuing support to the Friends of Main Street annual appeal.

Your gift of $3,000 offers both financial assistance that advances the charitable activities of the Foundation and a sign that we are supported in that work which betters our communities.

In compliance with IRS Code Section 170(f)(8), this letter serves as verification that your donation of $3,000 is tax deductible since you have received no goods or services in connection with this 2009 gift to the Main Street Community Foundation.

Once again, thank you for your kind support. Together we are building a strong and solid base for the philanthropic future of our area.

Sincerely,

Susan Sadecki

Susan D. Sadecki, MBA
President & CEO

We are very grateful for your generous support of our mission. Best Wishes for a very happy & healthy Holiday Season! Susan

Main Street Community Foundation • P.O. Box 2702 • Bristol, Connecticut 06011-2702 • Tel.: (860) 583-6363 • Fax (860) 589-1252
Email: office@mainstreetfoundation.org • Website: www.mainstreetfoundation.org

MAIN ST. COMMUNITY FOUNDATION

NATIONAL STANDARDS

Confirmed in Compliance with
National Standards for U S Community Foundations

December 9, 2009

Mr. Thomas O. Barnes, Sr.
President
Harry F. Barnes & Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Tom:

This letter is written to acknowledge your generous donation on behalf of Jarre Betts of $1,500 to support the **Edward W. & Audrey K. Mink Memorial Fund.**

In compliance with IRS Code Section 170(f)(8), this letter serves as verification that your donation of $1,500 is tax deductible since you have received no goods or services in connection with this gift to the Edward W. & Audrey K. Mink Memorial Fund at the Main Street Community Foundation.

Once again, thank you for your kind support and for choosing the Main Street Community Foundation as a vehicle for charitable giving.

Sincerely,

Susan Sadecki

Susan D. Sadecki, MBA
President & CEO

Main Street Community Foundation • P.O. Box 2702 • Bristol, Connecticut 06011-2702 • Tel.: (860) 583-6363 • Fax (860) 589-1252
Email: office@mainstreetfoundation.org • Website: www.mainstreetfoundation.org

SUSTAINABLE ENERGY FOR ECONOMIC DEVELOPMENT

NORTHWEST S·E·E·D

December 31, 2009

The Harry F. Barnes and Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Mr. Thomas O. Barnes, Sr.,

Thank you for your participation in our year-end fundraising drive with your contribution of $500. We're happy to announce that we achieved our fundraising goal and have already started working on an exciting slate of community solar, wind and energy efficiency projects.

Whether connecting with urban residents through our Community Solar Program, working with Native American tribes to conserve energy or assisting rural landowners with wind power development, we are giving Northwest communities the tools to fight climate change locally. Our achievements would not be possible without the generosity of people like you.

Support from individuals like you allow us to provide expert guidance that combines technical support, community education and practical implementation. Working together, we are making community-based clean energy a meaningful part of our nation's energy portfolio.

Thank you for supporting our efforts,

Jennifer Grove

Jennifer Grove
Executive Director

p.s. Stay informed of our work by signing up for our quarterly e-newsletter. Visit www.nwseed.org to subscribe today!

Northwest Sustainable Energy for Economic Development is an IRS-Designated 501(c)(3) organization. No goods or services were provided in exchange for this transaction.

SAVEDARFUR

January 21, 2010

The Harry F. Barnes and Carol H. Barnes Family Foundation
1900 Perkins Street
Bristol, CT 06010

Dear Friends:

Thank you so much for your gift of $1,000 on December 3, 2009. Throughout my five years with this movement, most recently as President of the Coalition, I am continually impressed and humbled by the generosity and involvement of our supporters. It is thanks to you and others like you that we have the base we need to help bring peace and stability to Darfur.

As I'm sure you know, our work is not over yet, and it remains a formidable challenge to marshal the resources we need to do it well. As you and the leadership of your organization solidify your agenda and set your funding priorities for this year, we ask that you continue to give the situation in Darfur your organization's priority.

Once again, thank you very much for your generous support and interest in our work. I believe people in Darfur are still alive today because of our actions. Through your efforts we are becoming increasingly successful at using our constituency of conscience to strengthen these actions and save the people of Darfur.

Sincerely,

Jerry

Thanks so much!

Jerry Fowler
President

1025 CONNECTICUT AVE. NW SUITE 310 WASHINGTON, D.C. 20036 TEL 202 556 2100 FAX 202 467 0001 SAVEDARFUR.ORG

The Nature Conservancy
Protecting nature. Preserving life.™

4245 N. Fairfax Drive
Suite 100
Arlington, Virginia 22203-1606

December 17, 2009

Mr. Thomas O. Barnes, Sr.
President
Harry F Barnes & Carol H Barnes Family Foundation
1900 Perkins St
Bristol, CT 06010-8924

Dear Mr. Barnes,

This letter is to confirm that The Nature Conservancy received $2,000.00 on December 9, 2009 at the request of Mark F. Wray Family & Mark F. Wray.

For more than 55 years, The Nature Conservancy has been working hand-in-hand with people, communities and businesses to preserve the Earth's last great places. From rare sandplain grasslands to vibrant coral reefs, the Conservancy works in 30 countries and all 50 United States, and has protected more than 119 million acres and 5,000 river miles throughout the world - a tremendous task made possible by the dedication and generosity of our supporters.

If you have any questions about this donation, or would like information about The Nature Conservancy's Membership Programs, please call our Member Care Team toll-free at (800) 628-6860.

Sincerely,

Mark R. Tercek

Mark R. Tercek
President and Chief Executive Officer

P S. The Nature Conservancy has provided no goods or services in exchange for your contribution under applicable IRS regulations.

TheWebbSchools

way beyond the standard

December 18, 2009

Mr. Thomas O. Barnes, Sr.
President
The Harry F. Barnes & Carol H. Barnes Family Foundation
1900 Perkins St.
Bristol, CT 06010

Dear Mr. Barnes:

With little more than a "shoestring" and a promise from an old friend, Thompson and Vivian Webb founded their school in 1922. They worked hard and relied on the generosity of friends. It was Vivian's hope that "each year the place was more beautiful than the year before." For generations, alumni, parents, and friends have been fulfilling the promise to make Webb better with each passing year. It is an honor to thank you for your recent gift of $3,000.00 given on behalf of Nancy Dey and designated for the Coach Dan Pride Award. We are thankful to Mrs. Dey and her family for establishing this significant prize in honor of Coach Pride.

Your generosity makes it possible for us to continue to live the mission of the schools and provide a superior academic, athletic, and residential experience.

Yours faithfully,

Susan A. Nelson
Head of Schools

cc: Nancy Dey

P.S. This contribution is fully tax-deductible to the extent allowed by law. Please retain this letter as a receipt for your tax records

1175 West Baseline Road • Claremont, CA 91711-2199 • *phone* 909.626.3587 *fax* 909.621 4582 • *www.webb.org*

TheWebbSchools

way beyond the standard

December 18, 2009

Mr. Thomas O. Barnes, Sr.
President
The Harry F. Barnes & Carol H. Barnes Family Foundation
1900 Perkins St.
Bristol, CT 06010

Dear Mr. Barnes:

With little more than a "shoestring" and a promise from an old friend, Thompson and Vivian Webb founded their school in 1922. They worked hard and relied on the generosity of friends. It was Vivian's hope that "each year the place was more beautiful than the year before." For generations, alumni, parents, and friends have been fulfilling the promise to make Webb better with each passing year. It is an honor to thank you for your recent gift of $3,000.00 given on behalf of Michael Wray and designated for the Coach Dan Pride Award. We are thankful to Mr. Wray and his family for establishing this significant prize in honor of Coach Pride.

Your generosity makes it possible for us to continue to live the mission of the schools and provide a superior academic, athletic, and residential experience.

Yours faithfully,

Susan A. Nelson
Head of Schools

cc: Michael Wray

P S. This contribution is fully tax-deductible to the extent allowed by law. Please retain this letter as a receipt for your tax records

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