



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

OMB No 1545-0052

2009

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements.

For calendar year 2009, or tax year beginning 11/01, 2009, and ending 10/31, 2010

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 type. See instructions.

Name of foundation: **ERWIN BAUER CHARITABLE TRUST**

Number and street (or P O box number if mail is not delivered to street address): **1525 WEST WT HARRIS BLVD**

Room/suite:

City or town, state, and ZIP code: **CHARLOTTE, NC 28288-5709**

A Employer identification number: **06-6446073**

B Telephone number (see page 10 of the instructions): **(860) 692-7233**

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) ▶ \$ **1,553,256.**

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check ☒ if the foundation is not required to attach Sch. B.				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	34,077.	34,077.		STMT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	225,662.			
b	Gross sales price for all assets on line 6a	1,085,435.			
7	Capital gain net income (from Part IV, line 2)		225,662.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less: Cost of goods sold				
c	Gross profit or (loss) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	259,739.	259,739.		
13	Compensation of officers, directors, trustees, etc.	22,401.	22,401.		
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	1,800.	900.	NONE	900.
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see page 14 of the instructions)	1,149.	164.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	85.			85.
24	Total operating and administrative expenses. Add lines 13 through 23	25,435.	23,465.	NONE	985.
25	Contributions, gifts, grants paid	65,000.			65,000.
26	Total expenses and disbursements. Add lines 24 and 25	90,435.	23,465.	NONE	65,985.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	169,304.			
b	Net investment income (if negative, enter -0-)		236,274.		
c	Adjusted net income (if negative, enter -0-)				

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

JSA

Form 990-PF (2009)

9E1410 1 000

PX6702 543P 11/23/2010 08:13:40

7

NE
15

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	NONE		
	2 Savings and temporary cash investments	150,114.	33,415.	33,415.
	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 (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE		
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)	NONE		
	b Investments - corporate stock (attach schedule)	NONE		
	c Investments - corporate bonds (attach schedule)	NONE		
	11 Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule)	NONE		
	12 Investments - mortgage loans	NONE		
	13 Investments - other (attach schedule)	1,102,167.	1,361,161.	1,519,841.
	14 Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule)			
15 Other assets (describe ▶)	NONE			
16 Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	1,252,281.	1,394,576.	1,553,256.	
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)				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27 Capital stock, trust principal, or current funds	1,252,281.	1,388,740.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds	NONE	5,836.		
30 Total net assets or fund balances (see page 17 of the instructions)	1,252,281.	1,394,576.		
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,252,281.	1,394,576.		

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	1,252,281.
2 Enter amount from Part I, line 27a	2	169,304.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5	3	2.
4 Add lines 1, 2, and 3	4	1,421,587.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 6	5	27,011.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	1,394,576.

Form 990-PF (2009)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
1a SEE PART IV DETAIL					
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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a					
b					
c					
d					
e					
2 Capital gain net income or (net capital loss)			2	225,662.	
If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7					
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):			3		
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.					

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	67,065.	1,331,885.	0.05035344643
2007	81,276.	1,644,831.	0.04941297921
2006	82,700.	1,802,825.	0.04587245018
2005	94,168.	1,734,366.	0.05429534481
2004	104,845.	1,753,451.	0.05979351576
2 Total of line 1, column (d)			2 0.25972773639
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 0.05194554728
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 1,465,599.
5 Multiply line 4 by line 3			5 76,131.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 2,363.
7 Add lines 5 and 6			7 78,494.
8 Enter qualifying distributions from Part XII, line 4			8 65,985.

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.

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 ruling letter if necessary - see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	4,725.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		2	
3 Add lines 1 and 2		3	4,725.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . .		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4,725.
6 Credits/Payments:			
a 2009 estimated tax payments and 2008 overpayment credited to 2009	6a	728.	
b Exempt foreign organizations-tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments Add lines 6a through 6d	7	728.	
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		3,997.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2010 estimated tax ☐ Refunded ☐	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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)? 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.		X
c Did the foundation file Form 1120-POL for this year?		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.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ☐ _____ STMT 7		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

Form 990-PF (2009)

Part VII-A Statements Regarding Activities (continued)

- 11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions) **11** ☐ Yes ☒ No **X**
- 12 Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008? **12** ☐ Yes ☒ No **X**
- 13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? **13** ☒ Yes ☐ No **X**
- Website address **N/A**
- 14 The books are in care of **Catherine Carroll Petroni** Telephone no. **(860) 692-7233**
 Located at **15 DOWNING WAY, MADISON, CT** ZIP + 4 **06443**
- 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)? 1b ☐ Yes ☒ No 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 2009? 1c ☐ Yes ☒ No 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 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 _____ | | |
| 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) 2b ☐ Yes ☒ No X | | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. _____ | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ 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) 3b ☐ Yes ☒ No X | | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a ☐ Yes ☒ No 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 ☐ Yes ☒ No X | | |

Form 990-PF (2009)

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)? ☐ Yes ☒ No
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
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

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 8		22,401.	-0-	-0-

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		NONE	NONE	NONE

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

Form 990-PF (2009)

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		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 page 23 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 NONE	
2	
All other program-related investments See page 24 of the instructions	
3 NONE	
Total. Add lines 1 through 3	

Form 990-PF (2009)

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	1,427,031.
b	Average of monthly cash balances	1b	60,887.
c	Fair market value of all other assets (see page 24 of the instructions)	1c	NONE
d	Total (add lines 1a, b, and c)	1d	1,487,918.
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	1,487,918.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions)	4	22,319.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,465,599.
6	Minimum investment return. Enter 5% of line 5	6	73,280.

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	73,280.
2a	Tax on investment income for 2009 from Part VI, line 5 2a		4,725.
b	Income tax for 2009. (This does not include the tax from Part VI.) 2b		
c	Add lines 2a and 2b	2c	4,725.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,555.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	68,555.
6	Deduction from distributable amount (see page 25 of the instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	68,555.

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	65,985.
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	65,985.
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	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	65,985.

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				68,555.
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only			31,860.	
b Total for prior years 20 <u>07</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2009:				
a From 2004	NONE			
b From 2005	NONE			
c From 2006	NONE			
d From 2007	NONE			
e From 2008	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2009 from Part XII, line 4: ► \$ <u>65,985.</u>				
a Applied to 2008, but not more than line 2a			31,860.	
b Applied to undistributed income of prior years (Election required - see page 26 of the instructions)		NONE		
c Treated as distributions out of corpus (Election required - see page 26 of the instructions)	NONE			
d Applied to 2009 distributable amount				34,125.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see page 27 of the instructions		NONE		
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.				34,430.
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)	NONE			
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	NONE			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2005	NONE			
b Excess from 2006	NONE			
c Excess from 2007	NONE			
d Excess from 2008	NONE			
e Excess from 2009	NONE			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9) **NOT APPLICABLE**

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years				(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
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:

SEE STATEMENT 9

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
a Paid during the year SEE STATEMENT 11				
Total ▶ 3a				65,000.
b Approved for future payment				
Total ▶ 3b				

Form 990-PF (2009)

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

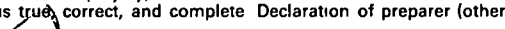
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a Transfers from the reporting foundation to a 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.			

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge			
	 Signature of officer or trustee		11/7/11 Date	Trustee Title
Paid Preparer's Use Only	Preparer's signature  Brandi A. Dotson		Date 12/13/10	Check if self-employed ☐
	Firm's name (or yours if self-employed), address, and ZIP code WELLS FARGO BANK, N.A. 1525 W W.T. HARRIS BLVD. D1114-044 CHARLOTTE, NC 28288-1161		EIN  94-3080771 Phone no. 704-383-5589	

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AMERICAN CENTURY EQUITY INCOME-I#338	1,057.	1,057.
AON CORP COM	24.	24.
BRISTOL-MYERS SQUIBB CO COM	88.	88.
CHEVRONTXACO CORP COM	204.	204.
CONOCOPHILLIPS COM	138.	138.
CREDIT SUISSE COMM RT ST-CO #2156	1,704.	1,704.
EMERSON ELEC CO COM W/RTS ATTACHED EXP 1	92.	92.
EVERGREEN INST MONEY MARKET FUND CL I (F	29.	29.
EXXON MOBIL CORP COM	294.	294.
GOLDMAN SACHS STRAT GRTH-INS #1127	736.	736.
HARBOR INTERNATIONAL FUND	598.	598.
INTL BUSINESS MACHINES CORP COM	110.	110.
JP MORGAN CHASE & CO COM	15.	15.
LAUDUS MONDRIAN INTL FI-INST #2940	1,036.	1,036.
LAZARD EMERGING MKTS PTFL #638	1,261.	1,261.
NORTHERN LARGE CAP VALUE FUND	5,686.	5,686.
ORACLE CORP COM	80.	80.
PIMCO FDS PAC INVT MGMT SER HIGH YLD FD	3,111.	3,111.
PIMCO TOTAL RETURN III-INSTL #105	15,824.	15,824.
PIMCO FOREIGN BOND FUND-INST	74.	74.
PIMCO EMERGING LOCAL BOND IS #332	214.	214.
PROCTER & GAMBLE CO COM	198.	198.
TEVA PHARMACEUTICAL INDS LTD ADR	71.	71.
TEXAS INSTRS INC COM	30.	30.
VANGUARD INFLAT PROTECT SEC FD #119	1,067.	1,067.
VERIZON COMMUNICATIONS COM	200.	200.
NOBLE CORPORATION	7.	7.
EVERGREEN INST MKMT I CL #495	113.	113.
WF ADV HERITAGE MM FD-INSTL #3106	16.	16.
TOTAL	34,077.	34,077.

FORM 990PF, PART I - LEGAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----	-----
LEGAL FEES - PRINCIPAL (ALLOCA	900.	900.		900.
LEGAL FEES - INCOME (ALLOCABLE	900.			
	-----	-----	-----	-----
TOTALS	1,800.	900.	NONE	900.
	=====	=====	=====	=====

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	14.	14.
FEDERAL TAX PAYMENT - PRIOR YE	257.	
FEDERAL ESTIMATES - PRINCIPAL	728.	
FOREIGN TAXES ON QUALIFIED FOR	127.	127.
FOREIGN TAXES ON NONQUALIFIED	23.	23.
-----	-----	-----
TOTALS	1,149.	164.
	=====	=====

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

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

TWO EMS INC - MISC

85.

85.

TOTALS

85.

85.

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

=====

DESCRIPTION	AMOUNT
-----	-----

ROUNDING	2.

TOTAL	2.
	=====

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

=====

DESCRIPTION

AMOUNT

BOOK VALUE ADJUSTMENT ON SALES

27,011.

TOTAL

27,011.

=====

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS					28.	
		TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS					681.	
5,830.00		200. AGILENT TECHNOLOGIES INC COM PROPERTY TYPE: SECURITIES 5,537.00					09/24/2009 293.00	11/16/2009
14,013.00		250. AMGEN INC COM W/RTS ATTACHED EXP 03 PROPERTY TYPE: SECURITIES 13,753.00					02/24/2003 260.00	11/16/2009
6,537.00		160. AON CORP COM PROPERTY TYPE: SECURITIES 5,777.00					05/27/2009 760.00	11/16/2009
10,144.00		315. ARCHER DANIELS MIDLAND CO COM PROPERTY TYPE: SECURITIES 8,511.00					05/27/2009 1,633.00	11/16/2009
8,038.00		205. BMC SOFTWARE INC COM RTS EXP 05/12/ PROPERTY TYPE: SECURITIES 6,812.00					05/27/2009 1,226.00	11/16/2009
16.00		1. BANK AMER CORP COM PROPERTY TYPE: SECURITIES 42.00					02/24/2003 -26.00	11/16/2009
6,971.00		285. BRISTOL-MYERS SQUIBB CO COM PROPERTY TYPE: SECURITIES 5,654.00					05/27/2009 1,317.00	11/16/2009
7,599.00		219. CENTURYTEL INC COM PROPERTY TYPE: SECURITIES 6,654.00					05/27/2009 945.00	11/16/2009
23,531.00		300. CHEVRONTXACO CORP COM PROPERTY TYPE: SECURITIES 10,789.00					08/07/2002 12,742.00	11/16/2009
14,801.00		275. CONOCOPHILLIPS COM PROPERTY TYPE: SECURITIES 6,592.00					01/09/2003 8,209.00	11/16/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis	Gain or (loss)	
11,726.00		275. EMERSON ELEC CO COM W/RTS ATTACHED PROPERTY TYPE: SECURITIES 9,108.00				05/27/2009 2,618.00	11/16/2009
52,104.00		701. EXXON MOBIL CORP COM PROPERTY TYPE: SECURITIES 20,583.00				06/16/1998 31,521.00	11/16/2009
10,735.00		100. FLOWSERVE CORP COM PROPERTY TYPE: SECURITIES 9,731.00				09/24/2009 1,004.00	11/16/2009
16,619.00		740. GAP INC COM PROPERTY TYPE: SECURITIES 13,126.00				05/27/2009 3,493.00	11/16/2009
10,367.00		205. HEWLETT-PACKARD CO COM PROPERTY TYPE: SECURITIES 7,158.00				05/27/2009 3,209.00	11/16/2009
25,504.00		200. INTL BUSINESS MACHINES CORP COM PROPERTY TYPE: SECURITIES 16,282.00				08/21/2002 9,222.00	11/16/2009
13,021.00		301. JP MORGAN CHASE & CO COM PROPERTY TYPE: SECURITIES 9,039.00				08/21/2002 3,982.00	11/16/2009
30,954.00		500. JOHNSON & JOHNSON COM PROPERTY TYPE: SECURITIES 18,913.00				01/14/1999 12,041.00	11/16/2009
15,758.00		295. KELLOGG CO COM PROPERTY TYPE: SECURITIES 12,879.00				05/27/2009 2,879.00	11/16/2009
6,492.00		300. LOWES COS INC COM W/RIGHTS ATTACHED PROPERTY TYPE: SECURITIES 3,875.00				06/03/1999 2,617.00	11/16/2009
10,047.00		340. MICROSOFT CORP COM PROPERTY TYPE: SECURITIES 7,453.00				03/26/1998 2,594.00	11/16/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
16,786.00		255. NIKE INC CL B COM PROPERTY TYPE: SECURITIES 14,011.00					05/27/2009 2,775.00	11/16/2009
6,336.00		75. OCCIDENTAL PETE CORP COM PROPERTY TYPE: SECURITIES 5,581.00					09/24/2009 755.00	11/16/2009
36,426.00		1600. ORACLE CORP COM PROPERTY TYPE: SECURITIES 6,988.00					06/05/1998 29,438.00	11/16/2009
21,156.00		250. PRAXAIR INC COM PROPERTY TYPE: SECURITIES 6,688.00					02/24/2003 14,468.00	11/16/2009
7,887.00		75. PRECISION CASTPARTS CORP COM PROPERTY TYPE: SECURITIES 7,505.00					09/24/2009 382.00	11/16/2009
28,075.00		450. PROCTER & GAMBLE CO COM PROPERTY TYPE: SECURITIES 13,189.00					08/01/2000 14,886.00	11/16/2009
15,025.00		325. ROSS STORES INC COM PROPERTY TYPE: SECURITIES 12,961.00					05/27/2009 2,064.00	11/16/2009
6,149.00		275. SEALED AIR CORP NEW COM PROPERTY TYPE: SECURITIES 5,420.00					09/24/2009 729.00	11/16/2009
11,810.00		290. STATE STR CORP COM PROPERTY TYPE: SECURITIES 12,916.00					05/27/2009 -1,106.00	11/16/2009
8,392.00		400. TD AMERITRADE HLDG CORP PROPERTY TYPE: SECURITIES 7,731.00					09/24/2009 661.00	11/16/2009
9,189.00		185. TARGET CORP COM PROPERTY TYPE: SECURITIES 4,415.00					12/11/1998 4,774.00	11/16/2009

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
23,837.00		450. TEVA PHARMACEUTICAL INDS LTD ADR PROPERTY TYPE: SECURITIES 12,493.00					11/18/2004 11,344.00	11/16/2009
6,487.00		250. TEXAS INSTRS INC COM PROPERTY TYPE: SECURITIES 5,927.00					09/24/2009 560.00	11/16/2009
44,787.00		650. UNITED TECHNOLOGIES CORP COM PROPERTY TYPE: SECURITIES 20,377.00					02/10/2003 24,410.00	11/16/2009
12,733.00		420. VERIZON COMMUNICATIONS COM PROPERTY TYPE: SECURITIES 100.00					08/01/2000 12,633.00	11/16/2009
11,740.00		230. ACE LIMITED PROPERTY TYPE: SECURITIES 10,289.00					05/27/2009 1,451.00	11/16/2009
6,667.00		150. NOBLE CORPORATION PROPERTY TYPE: SECURITIES 5,601.00					09/24/2009 1,066.00	11/16/2009
26,000.00		2697.095 PIMCO TOTAL RETURN III-INSTL #1 PROPERTY TYPE: SECURITIES 24,517.00					04/07/2006 1,483.00	01/11/2010
289,765.00		32089.098 NORTHERN LARGE CAP VALUE FUND PROPERTY TYPE: SECURITIES 280,000.00					12/08/2009 9,765.00	01/12/2010
6,000.00		127.932 HARBOR INTERNATIONAL FUND PROPERTY TYPE: SECURITIES 7,007.00					12/08/2009 -1,007.00	05/25/2010
50,000.00		5630.631 GOLDMAN SACHS STRAT GRTH-INS #1 PROPERTY TYPE: SECURITIES 52,309.00					11/19/2009 -2,309.00	08/30/2010
38,672.00		3339.518 LAUDUS MONDRIAN INTL FI-INST #2 PROPERTY TYPE: SECURITIES 36,000.00					06/10/2009 2,672.00	08/30/2010

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj. basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
100,000.00		9115.77 TCW RELAT VAL LGE CAP FD CLI #47 PROPERTY TYPE: SECURITIES 109,480.00					01/12/2010 -9,480.00	08/30/2010
TOTAL GAIN (LOSS)							----- 225,662. =====	

STATE(S) WHERE THE FOUNDATION IS REGISTERED
=====

CT

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

=====

OFFICER NAME:

CATHERINE CARROLL PETRONI

ADDRESS:

15 DOWNING WAY

MADISON, CT 06443

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 40

COMPENSATION 9,000.

OFFICER NAME:

WELLS FARGO BANK

ADDRESS:

1525 WEST WT HARRIS BLVD

CHARLOTTE, NC 28288

TITLE:

AGENT

COMPENSATION 13,401.

TOTAL COMPENSATION:

22,401.

=====

ERWIN BAUER CHARITABLE TRUST
FORM 990PF, PART XV - LINES 2a - 2d
=====

06-6446073

RECIPIENT NAME:

THE ERWIN BAUER CHARITABLE TRUST

ADDRESS:

10 STATE HOUSE SQUARE
HARTFORD, CT 06103

FORM, INFORMATION AND MATERIALS:

SUBMIT GRANTS ON THE LETTERHEAD OF THE REQUESTING ORGANIZATION.
INCLUDE A BACKGROUND OF THE ORGANIZATION, ALONG WITH THE PURPOSE OF
THE GRANT REQUEST AND A PROPOSED BUDGET.

SUBMISSION DEADLINES:

OCTOBER 1, ANNUALLY. AWARDS ARE GRANTED IN DECEMBER.

RESTRICTIONS OR LIMITATIONS ON AWARDS:

PROJECTS AND ORGANIZATIONS RESTRICTED TO THOSE THAT BENEFIT
THE RESIDENTS OF MADISON, CONNECTICUT. ORGANIZATIONS MUST BE
501(C)(3) ORGANIZATIONS.

=====

RECIPIENT NAME:

SCRANTON MEMORIAL LIBRARY

ADDRESS:

P.O. BOX 631

MADISON, CT 06443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL USE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:

TOWN OF MADISON CT

ADDRESS:

8 CAMPUS DRIVE

MADISON, CT 06443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

WORKBOAT & HABITAT EXPLORATION PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 12,500.

RECIPIENT NAME:

FRIENDS OF HAMMONASSET

ADDRESS:

P.O. BOX 271

MADISON, CT 06443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL USE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 7,500.

=====

RECIPIENT NAME:

THE MADISON FOUNDATION

ADDRESS:

P.O. BOX 446

MADISON, CT 06443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

NEIGHBOR TO NEIGHBOR FUND

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

THE MADISON HISTORICAL SOCIETY

ADDRESS:

853 BOSTON POST ROAD

MADISON, CT 06443

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL USE

FOUNDATION STATUS OF RECIPIENT:

PUBLIC EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SCHOLARSHIP AWARDS 2010

ADDRESS:

PAID TO VARIOUS UNIVERSITIES

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

SCHOLARSHIP AWARDS

FOUNDATION STATUS OF RECIPIENT:

PUBLIC

AMOUNT OF GRANT PAID 15,000.

TOTAL GRANTS PAID:

65,000.

=====

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

► Attach to Form 1041, Form 5227, or Form 990-T. See the instructions for Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).

OMB No 1545-0092

2009

Name of estate or trust

ERWIN BAUER CHARITABLE TRUST

Employer identification number

06-6446073

Note: Form 5227 filers need to complete **only** Parts I and II.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a SHORT-TERM CAPITAL GAIN DIVIDENDS		STMT 1			28.
b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b					1b 25,683.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824					2
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts					3
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2008 Capital Loss Carryover Worksheet					4 ()
5 Net short-term gain or (loss). Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back ►					5 25,711.

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

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a LONG-TERM CAPITAL GAIN DIVIDENDS		STMT 1			681.
b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b					6b 199,270.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824					7
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts					8
9 Capital gain distributions					9
10 Gain from Form 4797, Part I					10
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2008 Capital Loss Carryover Worksheet					11 ()
12 Net long-term gain or (loss). Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back ►					12 199,951.

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

Schedule D (Form 1041) 2009

Part III Summary of Parts I and II**Caution: Read the instructions before completing this part.**

	(1) Beneficiaries' (see page 5)	(2) Estate's or trust's	(3) Total
13 Net short-term gain or (loss)	13		25,711.
14 Net long-term gain or (loss):			
a Total for year	14a		199,951.
b Unrecaptured section 1250 gain (see line 18 of the wrksht.)	14b		
c 28% rate gain	14c		
15 Total net gain or (loss). Combine lines 13 and 14a	15		225,662.

Note: If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and do not complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

Part IV Capital Loss Limitation

16 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of:	16	()
a The loss on line 15, column (3) or b \$3,000		

Note: If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** on page 7 of the instructions to figure your capital loss carryover.

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

Caution: Skip this part and complete the worksheet on page 8 of the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

Form 990-T trusts. Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the worksheet on page 8 of the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

17 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . .	17		
18 Enter the smaller of line 14a or 15 in column (2) but not less than zero	18		
19 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	19		
20 Add lines 18 and 19	20		
21 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0-	21		
22 Subtract line 21 from line 20. If zero or less, enter -0-	22		
23 Subtract line 22 from line 17. If zero or less, enter -0-	23		
24 Enter the smaller of the amount on line 17 or \$2,300	24		
25 Is the amount on line 23 equal to or more than the amount on line 24? ☐ Yes. Skip lines 25 and 26; go to line 27 and check the "No" box. ☐ No. Enter the amount from line 23	25		
26 Subtract line 25 from line 24	26		
27 Are the amounts on lines 22 and 26 the same? ☐ Yes. Skip lines 27 thru 30, go to line 31 ☐ No. Enter the smaller of line 17 or line 22	27		
28 Enter the amount from line 26 (If line 26 is blank, enter -0-)	28		
29 Subtract line 28 from line 27	29		
30 Multiply line 29 by 15% (.15)		30	
31 Figure the tax on the amount on line 23. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		31	
32 Add lines 30 and 31		32	
33 Figure the tax on the amount on line 17. Use the 2009 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)		33	
34 Tax on all taxable income. Enter the smaller of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36)		34	

Schedule D (Form 1041) 2009

SCHEDULE D-1
(Form 1041)

Department of the Treasury
Internal Revenue Service

Continuation Sheet for Schedule D
(Form 1041)

► See instructions for Schedule D (Form 1041).
► Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

2009

Name of estate or trust

ERWIN BAUER CHARITABLE TRUST

Employer identification number

06-6446073

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

(a) Description of property (Example. 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 200. AGILENT TECHNOLOGIES INC COM	09/24/2009	11/16/2009	5,830.00	5,537.00	293.00
160. AON CORP COM	05/27/2009	11/16/2009	6,537.00	5,777.00	760.00
315. ARCHER DANIELS MIDLAND CO COM	05/27/2009	11/16/2009	10,144.00	8,511.00	1,633.00
205. BMC SOFTWARE INC COM RTS EXP 05/12/2005	05/27/2009	11/16/2009	8,038.00	6,812.00	1,226.00
285. BRISTOL-MYERS SQUIBB CO COM	05/27/2009	11/16/2009	6,971.00	5,654.00	1,317.00
219. CENTURYTEL INC COM	05/27/2009	11/16/2009	7,599.00	6,654.00	945.00
275. EMERSON ELEC CO COM W/RTS ATTACHED EXP 11/01/20	05/27/2009	11/16/2009	11,726.00	9,108.00	2,618.00
100. FLOWSERVE CORP COM	09/24/2009	11/16/2009	10,735.00	9,731.00	1,004.00
740. GAP INC COM	05/27/2009	11/16/2009	16,619.00	13,126.00	3,493.00
205. HEWLETT-PACKARD CO COM	05/27/2009	11/16/2009	10,367.00	7,158.00	3,209.00
295. KELLOGG CO COM	05/27/2009	11/16/2009	15,758.00	12,879.00	2,879.00
255. NIKE INC CL B COM	05/27/2009	11/16/2009	16,786.00	14,011.00	2,775.00
75. OCCIDENTAL PETE CORP COM	09/24/2009	11/16/2009	6,336.00	5,581.00	755.00
75. PRECISION CASTPARTS CORP COM	09/24/2009	11/16/2009	7,887.00	7,505.00	382.00
325. ROSS STORES INC COM	05/27/2009	11/16/2009	15,025.00	12,961.00	2,064.00
275. SEALED AIR CORP NEW COM	09/24/2009	11/16/2009	6,149.00	5,420.00	729.00
290. STATE STR CORP COM	05/27/2009	11/16/2009	11,810.00	12,916.00	-1,106.00
400. TD AMERITRADE HLDG CORP	09/24/2009	11/16/2009	8,392.00	7,731.00	661.00
250. TEXAS INSTRS INC COM	09/24/2009	11/16/2009	6,487.00	5,927.00	560.00
230. ACE LIMITED	05/27/2009	11/16/2009	11,740.00	10,289.00	1,451.00
150. NOBLE CORPORATION	09/24/2009	11/16/2009	6,667.00	5,601.00	1,066.00
32089.098 NORTHERN LARGE CAP VALUE FUND	12/08/2009	01/12/2010	289,765.00	280,000.00	9,765.00
127.932 HARBOR INTERNATION AL FUND	12/08/2009	05/25/2010	6,000.00	7,007.00	-1,007.00
5630.631 GOLDMAN SACHS STRAT GRTH-INS #1127	11/19/2009	08/30/2010	50,000.00	52,309.00	-2,309.00

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

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

Schedule D-1 (Form 1041) 2009

**Continuation Sheet for Schedule D
(Form 1041)**

► See instructions for Schedule D (Form 1041).

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

OMB No 1545-0092

2009

Name of estate or trust

ERWIN BAUER CHARITABLE TRUST

Employer identification number

06-6446073

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

[illegible]

1b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 1b	25,683.00
---	-----------

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

Schedule D-1 (Form 1041) 2009

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

Employer identification number

ERWIN BAUER CHARITABLE TRUST

06-6446073

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

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price (see page 4 of the instructions)	(e) Cost or other basis (see page 4 of the instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 250. AMGEN INC COM W/RTS ATTACHED EXP 03/21/2007	02/24/2003	11/16/2009	14,013.00	13,753.00	260.00
1. BANK AMER CORP COM	02/24/2003	11/16/2009	16.00	42.00	-26.00
300. CHEVRONTXACO CORP COM	08/07/2002	11/16/2009	23,531.00	10,789.00	12,742.00
275. CONOCOPHILLIPS COM	01/09/2003	11/16/2009	14,801.00	6,592.00	8,209.00
701. EXXON MOBIL CORP COM	06/16/1998	11/16/2009	52,104.00	20,583.00	31,521.00
200. INTL BUSINESS MACHINES CORP COM	08/21/2002	11/16/2009	25,504.00	16,282.00	9,222.00
301. JP MORGAN CHASE & CO COM	08/21/2002	11/16/2009	13,021.00	9,039.00	3,982.00
500. JOHNSON & JOHNSON COM	01/14/1999	11/16/2009	30,954.00	18,913.00	12,041.00
300. LOWES COS INC COM W/RIGHTS ATTACHED EXPIRING	06/03/1999	11/16/2009	6,492.00	3,875.00	2,617.00
340. MICROSOFT CORP COM	03/26/1998	11/16/2009	10,047.00	7,453.00	2,594.00
1600. ORACLE CORP COM	06/05/1998	11/16/2009	36,426.00	6,988.00	29,438.00
250. PRAXAIR INC COM	02/24/2003	11/16/2009	21,156.00	6,688.00	14,468.00
450. PROCTER & GAMBLE CO COM	08/01/2000	11/16/2009	28,075.00	13,189.00	14,886.00
185. TARGET CORP COM	12/11/1998	11/16/2009	9,189.00	4,415.00	4,774.00
450. TEVA PHARMACEUTICAL INDS LTD ADR	11/18/2004	11/16/2009	23,837.00	12,493.00	11,344.00
650. UNITED TECHNOLOGIES CORP COM	02/10/2003	11/16/2009	44,787.00	20,377.00	24,410.00
420. VERIZON COMMUNICATION S COM	08/01/2000	11/16/2009	12,733.00	100.00	12,633.00
2697.095 PIMCO TOTAL RETURN III-INSTL #105	04/07/2006	01/11/2010	26,000.00	24,517.00	1,483.00
3339.518 LAUDUS MONDRIAN INTL FI-INST #2940	06/10/2009	08/30/2010	38,672.00	36,000.00	2,672.00
6b Total. Combine the amounts in column (f). Enter here and on Schedule D, line 6b					199,270.00

Schedule D-1 (Form 1041) 2009

FEDERAL CAPITAL GAIN DIVIDENDS
=====SHORT-TERM CAPITAL GAIN DIVIDENDS
-----LAUDUS MONDRIAN INTL FI-INST #2940 28.00
-----TOTAL SHORT-TERM CAPITAL GAIN DIVIDENDS 28.00
=====LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

AOL TIME WARNER INC COM 199.00
BANC ONE CORP COM 110.00
LAUDUS MONDRIAN INTL FI-INST #2940 271.00
WORLDCOM INC-WORLDCOM GROUP - WORLDCOM GRP CO 54.00
46.00
-----TOTAL 15% RATE CAPITAL GAIN DIVIDENDS 681.00
-----TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS 681.00
=====

Account Statement For:
BAUER E TR

Period Covered: October 1, 2010 - October 31, 2010

**WELLS
FARGO**

Account Number [REDACTED]

ASSET DETAIL

ASSET DESCRIPTION

Cash & Equivalents

MONEY MARKET

WELLS FARGO ADVANTAGE
HERITAGE MONEY MARKET
INSTITUTIONAL #3106
Asset held in Invested Income Portfolio
WELLS FARGO ADVANTAGE
HERITAGE MONEY MARKET
INSTITUTIONAL #3106

Total Money Market

Total Cash & Equivalents

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
5,836.030		\$5,836.03	\$5,836.03	\$0.00	\$7.23	0.12%
27,579.320		27,579.32	27,579.32	0.00	34.19	0.12
		\$33,415.35	\$33,415.35	\$0.00	\$41.42	0.12%
		\$33,415.35	\$33,415.35	\$0.00	\$41.42	0.12%

ASSET DESCRIPTION

Fixed Income

DOMESTIC MUTUAL FUNDS

PIMCO EMERGING LOCAL BOND FUND INST
#332
CUSIP: 72201F516
PIMCO HIGH YIELD FUND
INSTITUTIONAL SHARES
CUSIP: 693390841
PIMCO TOTAL RETURN FUND III-
INSTITUTIONAL CLASS #105
CUSIP: 693390866
VANGUARD INFLATION PROTECTION
SECURITIES FUND #119
CUSIP: 922031869

Total Domestic Mutual Funds

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
4,721.435	\$11.140	\$52,596.79	\$50,000.00	\$2,596.79	\$2,842.30	5.40%
4,755.614	9.400	44,702.77	36,000.00	8,702.77	3,457.33	7.73
56,914.979	10.360	589,639.18	517,357.15	72,282.03	17,985.13	3.05
2,997.502	13.610	40,796.00	36,000.00	4,796.00	1,067.11	2.62
		\$727,734.74	\$639,357.15	\$88,377.59	\$25,351.87	3.48%

Account Statement For:
BAUER E TR

Period Covered: October 1, 2010 - October 31, 2010

**WELLS
FARGO**

Account Number XXXXXXXXXX

ASSET DETAIL (continued)

ASSET DESCRIPTION

Fixed Income (continued)

INTERNATIONAL MUTUAL FUNDS

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
3,538.038	\$10.860	\$38,423.09	\$38,600.00	-\$176.91	\$1,040.18	2.71%

PIMCO FOREIGN BOND FUND
USD HEDGED INSTL #103
CUSIP: 693390882

Total International Mutual Funds

Total Fixed Income

		\$38,423.09	\$38,600.00	-\$176.91	\$1,040.18	2.71%
		\$766,157.83	\$677,957.15	\$88,200.68	\$26,392.05	

ASSET DESCRIPTION

Equities

DOMESTIC MUTUAL FUNDS

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
15,479.876	\$6.920	\$107,120.74	\$100,000.00	\$7,120.74	\$3,235.29	3.02%
953.643	49.770	47,462.81	36,000.00	11,462.81	0.00	0.00
24,574.684	10.030	246,484.08	227,691.44	18,792.64	835.54	0.34
15,197.302	12.420	188,750.49	182,519.60	6,230.89	2,781.11	1.47
1,640.920	31.530	51,738.21	36,000.00	15,738.21	0.00	0.00

AMERICAN CENTURY EQUITY INCOME FUND-
CLASS I #338
SYMBOL: ACIX CUSIP: 025076209

DREYFUS/THE BOSTON COMPANY SMALL CAP
GROWTH FUND CLASS I #6941
SYMBOL: SSETX CUSIP: 26203E836

GOLDMAN SACHS STRATEGIC GROWTH FUND
-INSTITUTIONAL #1127
SYMBOL: GSTIX CUSIP: 38142Y880

TCW RELATIVE VALUE LARGE CAP FUND
CLASS I #4750
SYMBOL: TGDIX CUSIP: 87234N385

TURNER MIDCAP GROWTH FUND
CLASS IN #1309
SYMBOL: TMGEX CUSIP: 900297763

Total Domestic Mutual Funds

		\$641,556.33	\$582,211.04	\$59,345.29	\$6,851.94	1.07%
--	--	---------------------	---------------------	--------------------	-------------------	--------------

6 of 10

PRIVATE CLIENT SERVICES

Account Statement For:
BAUER E TR

Period Covered: October 1, 2010 - October 31, 2010

**WELLS
FARGO**

Account Number [REDACTED]

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INTERNATIONAL MUTUAL FUNDS

HARBOR INTERNATIONAL FUND CLASS

INSTITUTIONAL #2011

SYMBOL: HAINX CUSIP: 411511306

LAZARD EMERGING MARKETS PORTFOLIO

#638

SYMBOL: LZEMX CUSIP: 52106N889

Total International Mutual Funds

Total Equities

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
602.395	\$59.130	\$35,619.62	\$32,993.17	\$2,626.45	\$424.69	1.19%
2,232.143	21.290	47,522.32	40,000.00	7,522.32	1,037.95	2.18
		\$83,141.94	\$72,993.17	\$10,148.77	\$1,462.64	1.76%
		\$724,698.27	\$655,204.21	\$69,494.06	\$8,314.58	1.15%

ASSET DESCRIPTION

Real Assets

REAL ASSET FUNDS

CREDIT SUISSE COMMODITY RETURN

STRATEGY COMMON FUND #2156

SYMBOL: CRSOX CUSIP: 22544R305

Total Real Asset Funds

Total Real Assets

QUANTITY	PRICE	MARKET VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	CURRENT YIELD
3,178.207	\$9.120	\$28,985.25	\$28,000.00	\$985.25	\$1,703.52	5.88%
		\$28,985.25	\$28,000.00	\$985.25	\$1,703.52	5.88%
		\$28,985.25	\$28,000.00	\$985.25	\$1,703.52	5.88%

TOTAL ASSETS

ACCOUNT VALUE AS OF 10/31/10	COST BASIS	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME
\$1,553,256.70	\$1,394,576.71	\$158,679.99	\$36,451.57