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Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2010

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

For calendar year 2010, 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

Name of foundation NORTH POND FOUNDATION C/O WILMINGTON TRUST CO 033720-000		A Employer identification number 51-0362794
Number and street (or P O box number if mail is not delivered to street address) 1100 NORTH MARKET STREET	Room/suite	B Telephone number (302) 651-8922
City or town, state, and ZIP code WILMINGTON, DE 19890-0900		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,139,457.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
(Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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).)	(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			N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	124,521.	124,521.		STATEMENT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	1,973.			
b Gross sales price for all assets on line 6a	23,581.			
7 Capital gain net income (from Part IV, line 2)		1,973.		
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)				
11 Other income				
12 Total. Add lines 1 through 11	126,494.	126,494.		
13 Compensation of officers, directors, trustees, etc.	17,677.	8,839.		8,838.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees	31,240.	15,620.		15,620.
c Other professional fees				
17 Interest				
18 Taxes	1,203.	0.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses				
24 Total operating and administrative expenses. Add lines 13 through 23	50,120.	24,459.		24,458.
25 Contributions, gifts, grants paid	194,987.			194,987.
26 Total expenses and disbursements. Add lines 24 and 25	245,107.	24,459.		219,445.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-118,613.			
b Net investment income (if negative, enter -0-)		102,035.		
c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	571,692.	655,171.	655,171.
	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			
	7 Other notes and loans receivable ▶ 910,000.			
	Less: allowance for doubtful accounts ▶ 0.	1,000,000.	910,000.	910,000.
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 4	3,527,882.	3,415,790.	3,574,286.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other				
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	5,099,574.	4,980,961.	5,139,457.	
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			
	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 ▶ <input type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	5,099,574.	4,980,961.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29 Retained earnings, accumulated income, endowment, or other funds	0.	0.		
30 Total net assets or fund balances	5,099,574.	4,980,961.		
31 Total liabilities and net assets/fund balances	5,099,574.	4,980,961.		

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	5,099,574.
2 Enter amount from Part I, line 27a	2	-118,613.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	4,980,961.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4,980,961.

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 794.00 SHS BP AMOCO PLC SP ADR	P	VARIOUS	07/02/10
b CAPITAL GAINS DIVIDENDS			
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 23,198.		21,608.	1,590.
b 383.			383.
c			
d			
e			

(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			1,590.
b			383.
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,973.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):	<div> <div>If gain, also enter in Part I, line 8, column (c).</div> <div>If (loss), enter -0- in Part I, line 8</div> </div>	3	N/A

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 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))
2009	276,127.	4,264,687.	.064747
2008	314,631.	5,412,314.	.058132
2007	226,984.	5,913,233.	.038386
2006	250,664.	5,233,657.	.047895
2005	216,290.	4,700,725.	.046012

2 Total of line 1, column (d)	2	.255172
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	.051034
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	4,724,685.
5 Multiply line 4 by line 3	5	241,120.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,020.
7 Add lines 5 and 6	7	242,140.
8 Enter qualifying distributions from Part XII, line 4	8	219,445.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
 See the Part VI instructions.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b ...		1	2,041.
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	2,041.
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	2,041.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,360.	
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	1,360.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	681.	
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 2011 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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 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. <input type="checkbox"/> \$ 0. (2) On foundation managers. <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input type="checkbox"/> \$ 0.		
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?	N/A	
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 instructions) <input type="checkbox"/> DE		
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 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? 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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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? Website address ► N/A	13	X	
14	The books are in care of ► WILMINGTON TRUST COMPANY Telephone no. ► (302) 651-8922 Located at ► 1100 NORTH MARKET STREET, WILMINGTON, DE ZIP+4 ► 19890-0900			
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	N/A	
16	At any time during calendar year 2010, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See page 20 of the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2010?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2010, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2010? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2010 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 2010.)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a
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 2010?		4b
		X

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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)?

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

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

If "Yes" to 6b, file Form 8870.

X

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.

(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
WILMINGTON TRUST COMPANY	TRUSTEE			
1100 NORTH MARKET STREET				
WILMINGTON, DE 19890	1.00	0.	0.	0.
LAURA B. HUSSEY	OFFICER			
RR 1, BOX 165				
BLOOMVILLE, NY 13739	0.00	0.	0.	0.
JOHN A. HUSSEY	OFFICER			
RR 1, BOX 165				
BLOOMVILLE, NY 13739	0.00	0.	0.	0.
PATRICK M. ASHLEY	OFFICER			
P O BOX 730				
WILMINGTON, DE 19899	0.00	0.	0.	0.

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

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

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

0

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

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

Total number of others receiving over \$50,000 for professional services 0

Part IX-A **Summary of Direct Charitable Activities**

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

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a Average monthly fair market value of securities	1a	4,199,239.
b Average of monthly cash balances	1b	597,396.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4,796,635.
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	4,796,635.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	71,950.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,724,685.
6 Minimum investment return. Enter 5% of line 5	6	236,234.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1 Minimum investment return from Part X, line 6	1	236,234.
2a Tax on investment income for 2010 from Part VI, line 5	2a	2,041.
b Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	2,041.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	234,193.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	234,193.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	234,193.

Part XII Qualifying Distributions (see instructions)

1 Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	219,445.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	219,445.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	219,445.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2009	(c) 2009	(d) 2010
1 Distributable amount for 2010 from Part XI, line 7				234,193.
2 Undistributed income, if any, as of the end of 2010:				
a Enter amount for 2009 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2010:				
a From 2005				
b From 2006				
c From 2007				
d From 2008				
e From 2009	36,557.			
f Total of lines 3a through e	36,557.			
4 Qualifying distributions for 2010 from Part XII, line 4: ► \$	219,445.			
a Applied to 2009, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2010 distributable amount				219,445.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2010 (If an amount appears in column (d), the same amount must be shown in column (a).)	14,748.			14,748.
6 Enter the net total of each column as indicated below:	21,809.			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2009. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2010. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2011				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2005 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2011. Subtract lines 7 and 8 from line 6a	21,809.			
10 Analysis of line 9:				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009	21,809.			
e Excess from 2010				

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		X
	(2) Other assets		X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization		X
	(2) Purchases of assets from a noncharitable exempt organization		X
	(3) Rental of facilities, equipment, or other assets		X
	(4) Reimbursement arrangements		X
	(5) Loans or loan guarantees		X
	(6) Performance of services or membership or fundraising solicitations		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees		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
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.

Signature of officer or trustee

Date _____

OFFICER WILM TRUST TRUS

Title

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶				Firm's EIN ▶
	Firm's address ▶				Phone no.

Form **990-PF** (2010)

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDEND INCOME	96,025.	383.	95,642.
GOV'T INTEREST	4.	0.	4.
INTEREST ON PROMISSARY NOTE	28,857.	0.	28,857.
STCG DIVIDENDS	18.	0.	18.
TOTAL TO FM 990-PF, PART I, LN 4	124,904.	383.	124,521.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	2
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
THE FOURTH FLOOR - ADMINISTRATIVE SERVICES	30,240.	15,120.		15,120.
WILMINGTON TRUST CO - TAX PREP FEE	1,000.	500.		500.
TO FORM 990-PF, PG 1, LN 16B	31,240.	15,620.		15,620.

FORM 990-PF	TAXES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TAXES PAID	1,203.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	1,203.	0.		0.	

FORM 990-PF	CORPORATE STOCK	STATEMENT	4
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	3,415,790.	3,574,286.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,415,790.	3,574,286.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	5
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
UNION OF CONCERNED SCIENTISTS 43 NEW SCOTLAND AVE, MC119 ALBANY, NY 12208	NONE GENERAL	PUBLIC CHARITY	1,854.
AMAZON CONSERVATION FOUNDATION 4211 NORTH FAIRFAX DRIVE ARLINGTON, VA 22203	NONE GENERAL	PUBLIC CHARITY	9,270.
AMERICAN LIVESTOCK BREEDS CONSERVANCY P O BOX 477 PITTSBORO, NC 27312	NONE GENERAL	PUBLIC CHARITY	1,000.
CARLETON COLLEGE 1 NORTH COLLEGE STREET NORTHFIELD, MN 55057	NONE GENERAL	PUBLIC CHARITY	2,804.
CATSKILL CENTER FOR CONSERVATION AND DEVELOPMENT INC P O BOX 504, ROUTE 28 ARKVILLE, NY 12406	NONE GENERAL	PUBLIC CHARITY	4,658.
CONSERVATION LAW FOUNDATION 62 SUMMER STREET BOSTON, MA 02110	NONE GENERAL	PUBLIC CHARITY	1,000.

FARM CATSKILLS 787 SAL BREN ROAD DELHI, NY 13753	NONE GENERAL	PUBLIC CHARITY	4,000.
FARMER'S LEGAL ACTION GROUP INC 360 N ROBERT STREET, SUITE 500 ST PAUL, MN 55101	NONE GENERAL	PUBLIC CHARITY	2,804.
FOUR WINDS SCHOOL 54 FRENCH KING HIGHWAY GILL, MA 01354	NONE GENERAL	PUBLIC CHARITY	5,000.
LITTLE DELAWARE YOUTH ORCHESTRA P O BOX 206 ONEONTA, NY 13820	NONE GENERAL	PUBLIC CHARITY	6,000.
NANTUCKET LAND COUNCIL SIX ASH LANE, P O BOX 502 NANTUCKET, MA 02554	NONE GENERAL	PUBLIC CHARITY	2,804.
WOODS HOLE OCEANOGRAPHIC INSTITUTE 266 WOODS HOLE ROAD WOODS HOLE, MA 02543	NONE GENERAL	PUBLIC CHARITY	18,585.
NATIONAL CAMPAIGN FOR SUSTAINABLE AGRICULTURE 110 MARYLAND AVENUE NE WASHINGTON, DC 20002	NONE GENERAL	PUBLIC CHARITY	13,883.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE GENERAL	PUBLIC CHARITY	1,854.
PROCTOR ACADEMY P O BOX 500 ANDOVER, NH 03216	NONE GENERAL	PUBLIC CHARITY	2,804.
RURAL ADVANCEMENT FOUNDATION INTERNATIONAL-USA P O BOX 640 PITTSBORO, NC 27312	NONE GENERAL	PUBLIC CHARITY	9,722.

PLANNED PARENTHOOD OF SOUTH CENTRAL NEW YORK 117 HAWLEY STREET BINGHAMTON, NY 13901	NONE GENERAL	PUBLIC CHARITY	9,270.
NOFA INTERSTATE COUNCIL P O BOX 164 STEVENSON, CT 06491	NONE GENERAL	PUBLIC CHARITY	17,175.
NORML FOUNDATION 1600 K STREET, NW, SUITE 501 WASHINGTON, DC 20006	NONE GENERAL	PUBLIC CHARITY	1,000.
NATIONAL AUDUBON SOCIETY 134 COVE ROAD OYSTER BAY, NY 11771	NONE GENERAL	PUBLIC CHARITY	1,000.
WEST KORTRIGHT CENTER 49 W KORTRIGHT CHURCH ROAD EAST MEREDITH, NY 13757	NONE GENERAL	PUBLIC CHARITY	1,000.
PUBLIC CITIZEN 1600 20TH STREET NW WASHINGTON, DC 20009	NONE GENERAL	PUBLIC CHARITY	1,000.
WSKG PUBLIC BROADCASTING P O BOX 3000 BINGHAMTON, NY 13902	NONE GENERAL	PUBLIC CHARITY	1,000.
SCIENCE AND ENVIRONMENTAL HEALTH NETWORK PMB 282, 217 WELCH AVE, SUITE 101 AMES, IA 50014	NONE GENERAL	PUBLIC CHARITY	1,000.
OPEN SPACE INSTITUTE 1350 BROADWAY, SUITE 201 NEW YORK, NY 10018	NONE GENERAL	PUBLIC CHARITY	1,000.
TUCKERNUT LAND TRUST 6 AHS LANE, PO BOX 1093 NANTUCKET, MA 02554	NONE GENERAL	PUBLIC CHARITY	60,000.

INSTITUTE FOR RESPONSIBLE
TECHNOLOGY
PO BOX 469 FAIRFIELD, IA 52556

NONE
GENERAL

PUBLIC
CHARITY

10,000.

ALBANY MEDICAL CENTER
43 NEW SCOTLAND AVENUE ALBANY,
NY 12208

NONE
GENERAL

PUBLIC
CHARITY

2,000.

O'CONNOR HOSPITAL
460 ANDES ROAD DELHI, NY 13753

NONE
GENERAL

PUBLIC
CHARITY

1,000.

NEW YORK SUSTAINABLE AGRICULTURE
693 EAST AVENUE, STE 101
ROCHESTER, NY 14607

NONE
GENERAL

PUBLIC
CHARITY

500.

TOTAL TO FORM 990-PF, PART XV, LINE 3A

194,987.

Realized Gain/(Loss)

Account: 033720-000 TT/LAURA B HUSSEY FOR NORTH POND FDN

From 01/01/2010 Thru 12/31/2010

Quantity	Description	Sale Date	Proceeds	Federal Tax Cost	Fed Cost Post-Disp Adj (Local)	Realized Long Gain/(Loss)	Realized Short Gain/(Loss)
	BP PLC SPONSORED ADR SALE TRADE AT 29 2501 TO SETTLE ON 7/8/2010 RECEIVABLE DUE 23,198 37	07/02/2010	23,198 37	(21,607 50)	0 00	1,590 87	0 00
(794.0000)	CAPITAL GAINS DIST RECEIPT (SHORT) WILMINGTON PRIME MM FUND W CLASS PAYABLE 12/22/2010 SHORT TERM CAP GAIN DISTRIBUTION	12/22/2010	17 45	0 00	0 00	0 00	17 45
(794.0000)						1,590.87	17.45
(794.0000)						1,590.87	17.45
	CAPITAL GAINS DIST RECEIPT (SHORT) WILMINGTON PRIME MM FUND W CLASS PAYABLE 12/22/2010 SHORT TERM CAP GAIN DISTRIBUTION	12/22/2010	0 65	0 00	0 00	0 00	0 65
0.0000						0.00	0.65
0.0000						0.00	0.65
(794.0000)						1,590.87	18.10

2010 TAX COST FMV STATEMENT

Description	Quantity	Market Value	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss
CONOCOPHILLIPS COMMON	934 0000	63,605.40	29,631.44	31 7253	33,973.96
PROCTER & GAMBLE CO COMMON	934.0000	63,605.40	29,631.44		33,973.96
SARA LEE CORP COMMON	3,975 0000	255,711.75	198,241.02	49 8720	57,470.73
	1,200 0000	21,012.00	15,083.17	12 5693	5,928.83
BOSTON SCIENTIFIC CORP COMMON	5,175.0000	276,723.75	213,324.19		63,399.56
JOHNSON & JOHNSON COMMON	503 0000	3,807.71	1,169.25	2 3246	2,638.46
MERCK & CO	2,900 0000	179,365.00	178,799.00	61 6548	566.00
PFIZER COMMON	4,122 0000	148,556.88	127,402.30	30 9079	21,154.58
	7,860 0000	137,628.60	237,042.80	17 8907	(2,992.01)
COMCAST CORPORATION SPL CL A COMMON	15,385.0000	469,358.19	544,413.35		21,367.03
HANESBRANDS INC-WII	5,400 0000	112,374.00	112,842.00	20 8967	(468.00)
HOME DEPOT COMMON	150 0000	3,810.00	2,631.83	17 5455	1,178.17
	3,000 0000	105,180.00	127,209.00	42 4030	(22,029.00)
CATERPILLAR COMMON	8,550.0000	221,364.00	242,682.83		(21,318.83)
GENERAL ELECTRIC CO COMMON	2,400 0000	224,784.00	110,046.00	45 8525	114,738.00
TEXTRON INCORPORATED COMMON	2,405 0000	43,987.45	48,823.98	10 2073	19,438.82
	1,200 0000	28,368.00	20,445.00	17 0375	7,923.00
CISCO SYSTEMS COMMON	6,005.0000	297,139.45	179,314.98		142,099.82
INTEL CORP COMMON	7,400 0000	149,702.00	135,528.50	18 3147	14,173.50
INTERNATIONAL BUSINESS MACHINES CORP COM	7,200 0000	151,416.00	137,112.59	19 0434	14,303.41
MICROSOFT CORP COMMON	1,800 0000	264,168.00	163,324.00	90 7356	100,844.00
	2,800 0000	78,148.00	72,898.00	26 0350	5,250.00
E I DUPONT DE NEMOURS & CO COMMON	19,200.0000	643,434.00	508,863.09		134,570.91
	24,018 0000	1,198,017.84	1,086,350.03		1,198,017.84
ALLSTATE CORP COMMON	24,018.0000	1,198,017.84	1,086,350.03		1,198,017.84
AMERICAN INTERNATIONAL GROUP COMMON	1,200 0000	38,256.00	21,015.00	17 5125	17,241.00
BANK OF AMERICA CORP COMMON	55 0000	3,169.10	72,209.50	1,312 9000	(69,040.40)
BANK OF NEW YORK MELLON CORP	1,110 0000	14,807.40	19,501.96	17 5693	(4,694.56)
DISCOVER FINANCIAL SERVICES	2,075 0000	62,665.00	64,895.99	31 2752	(2,230.99)
LINCOLN NATIONAL CORP COMMON	950 0000	17,603.50	18,275.58	19 2375	(672.08)
MORGAN STANLEY COMMON	2,000 0000	55,620.00	96,390.00	48 1950	(40,770.00)
PNC FINANCIAL SERVICES GROUP COMMON	1,900 0000	51,699.00	92,541.92	48 7063	(40,842.92)
WELLS FARGO & CO NEW COMMON	2,400 0000	145,728.00	131,685.00	54 8688	14,043.00
	193 0000	5,981.07	23,276.66	120 6045	(17,295.59)

2010 TAX COST FMV STATEMENT

Description	Quantity	Market Value	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss
WILMINGTON TRUST CORPORATION COMMON	2,100,000	9,114.00	71,417.62	34.0084	(62,303.62)
	13,983,000	404,643.07	611,209.23		(206,566.16)
PROMISSORY NOTE & MORTGAGE AT 3.06% BY TUCKERNUCK LAND TRUST FOR LOT #3 ON TUCKERNUCK ISLAND NANTUCKET MASSACHUSETTS	93,250,000	3,574,285.70	3,415,789.14		1,365,544.13
	910,000,000	910,000.00	910,000.00	100.0000	0.00
	910,000,000	910,000.00	910,000.00		0.00
WILMINGTON PRIME MM FUND W CLASS	910,000,000	910,000.00	910,000.00		0.00
	655,034,720	655,034.72	655,034.72	1.0000	0.00
	655,034,720	655,034.72	655,034.72		0.00
	655,034,720	655,034.72	655,034.72		0.00
	1,658,284,720	5,139,320.42	4,980,823.86		1,365,544.13
WILMINGTON PRIME MM FUND W CLASS	1,658,284,720	5,139,320.42	4,980,823.86		1,365,544.13
	138,000	138.00	138.00	1.0000	0.00
	138,000	138.00	138.00		0.00
	138,000	138.00	138.00		0.00
	138,000	138.00	138.00		0.00
	1,658,422,720	5,139,458.42	4,980,961.86		1,365,544.13