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Return of Private Foundation

2010

Department of the Treasury
Internal Revenue Serviceor Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

For calendar year 2010, or tax year beginning JUN 1, 2010, and ending MAY 31, 2011

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 The Elinor Patterson Baker Foundation		A Employer identification number 06-6276403
Number and street (or P.O. box number if mail is not delivered to street address) Cummings & Lockwood LLC PO Box 2505	Room/suite	B Telephone number (203) 869-1200
City or town, state, and ZIP code Greenwich, CT 06836		C If exemption application is pending, 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		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 42,906,390.	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
(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 ☐

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 ☒ if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		1,008,235.	1,008,235.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,194,685.			
b Gross sales price for all assets on line 6a 12,875,521.			1,194,685.		
7 Capital gain net income (from Part IV, line 2)					
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		2,202,920.	2,202,920.		
13 Compensation of officers, directors, trustees, etc		366,654.	146,662.		219,992.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 2		47,159.	23,580.		23,579.
b Accounting fees Stmt 3		195.	195.		0.
c Other professional fees					
17 Interest					
18 Taxes Stmt 4		81.	81.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		8,289.	0.		8,289.
22 Printing and publications					
23 Other expenses Stmt 5		3,754.	904.		2,850.
24 Total operating and administrative expenses. Add lines 13 through 23		426,132.	171,422.		254,710.
25 Contributions, gifts, grants paid		1,819,000.			1,819,000.
26 Total expenses and disbursements. Add lines 24 and 25		2,245,132.	171,422.		2,073,710.
27 Subtract line 26 from line 12		<42,212.>			
a Excess of revenue over expenses and disbursements			2,031,498.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

SCANNED SEP 30 2011

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	<1.>		
	2 Savings and temporary cash investments	1,029,938.	411,541.	411,541.
	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 ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - US and state government obligations			
	b Investments - corporate stock Stmt 6	21,864,063.	20,662,365.	30,764,929.
	c Investments - corporate bonds Stmt 7	5,073,887.	4,087,886.	4,382,462.
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 8	4,375,678.	7,139,561.	7,347,458.	
14 Land, buildings, and equipment: basis ▶				
Less accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers)	32,343,565.	32,301,353.	42,906,390.	
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 ▶ ☐			
	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	32,343,565.	32,301,353.	
	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	32,343,565.	32,301,353.		
31 Total liabilities and net assets/fund balances	32,343,565.	32,301,353.		

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	32,343,565.
2 Enter amount from Part I, line 27a	2	<42,212.>
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	32,301,353.
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	32,301,353.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities	P		
b Publicly Traded Securities	P		
c Capital Gains Dividends			
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 10,525,193.		9,572,314.	952,879.
b 2,342,847.		2,108,522.	234,325.
c 7,481.			7,481.
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))
(j) F.M.V. as of 12/31/69	(k) Adjusted basis as of 12/31/69	(l) Excess of col (i) over col (j), if any	
a			952,879.
b			234,325.
c			7,481.
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,194,685.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	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	1,529,987.	35,794,214.	.042744
2008	1,880,497.	33,718,569.	.055770
2007	2,257,914.	47,265,581.	.047771
2006	1,810,278.	45,557,724.	.039736
2005	1,676,231.	42,940,736.	.039036

2 Total of line 1, column (d)	2	.225057
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	.045011
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	39,068,144.
5 Multiply line 4 by line 3	5	1,758,496.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,315.
7 Add lines 5 and 6	7	1,778,811.
8 Enter qualifying distributions from Part XII, line 4	8	2,073,710.

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 ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	1	20,315.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3	20,315.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	5	20,315.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments		
a	2010 estimated tax payments and 2009 overpayment credited to 2010	6a	18,717.
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	18,717.
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	1,598.
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 ☐ 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
1b 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
1c 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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 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?		
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) ☐ CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	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

N/A

Form 990-PF (2010)

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 Bank of NY Mellon - E.T. Bianco Telephone no (203) 869-3000 Located at 10 Mason Street, Greenwich, CT ZIP+4 06830			
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? ☐ 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 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? ☐ Yes ☒ No If "Yes," list the years N/A		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) 2b N/A		
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		
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 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.) 3b N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X		
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2010? 4b X		

Form 990-PF (2010)

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
The Bank of New York Mellon	Trustee			
10 Mason Street				
Greenwich, CT 06830	40.00	366,654.	0.	8,289.

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

Form 990-PF (2010)

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	39,196,849.
b	Average of monthly cash balances	1b	466,241.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	39,663,090.
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	39,663,090.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	594,946.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	39,068,144.
6	Minimum investment return. Enter 5% of line 5	6	1,953,407.

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	1,953,407.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	20,315.
b	Income tax for 2010 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	20,315.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,933,092.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,933,092.
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	1,933,092.

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	2,073,710.
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	2,073,710.
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	20,315.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,053,395.

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.

Form 990-PF (2010)

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				1,933,092.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			685,948.	
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				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2010 from Part XII, line 4 ▶ \$ 2,073,710.				
a Applied to 2009, but not more than line 2a			685,948.	
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	0.			1,387,762.
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).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
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				545,330.
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	0.			
10 Analysis of line 9				
a Excess from 2006				
b Excess from 2007				
c Excess from 2008				
d Excess from 2009				
e Excess from 2010				

N/A

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

- (4) Gross investment income**

[illegible]

See attached Schedule

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

- [illegible]

- b If "Yes," complete the following schedule**

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Date _____

Title

Phone no 203-869-1200

2010.04000 The Elinor Patterson Baker 03350001

Form 990-PF Dividends and Interest from Securities Statement 1

Source	Gross Amount	Capital Gains Dividends	Column (A) Amount
BNY Mellon	1,015,716.	7,481.	1,008,235.
Total to Fm 990-PF, Part I, ln 4	1,015,716.	7,481.	1,008,235.

Form 990-PF Legal Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Cummings & Lockwood LLC, tax, legal and accounting services	47,159.	23,580.		23,579.
To Fm 990-PF, Pg 1, ln 16a	47,159.	23,580.		23,579.

Form 990-PF Accounting Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BNY Tax Preparation fee	195.	195.		0.
To Form 990-PF, Pg 1, ln 16b	195.	195.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Foreign income taxes withheld at source	81.	81.		0.
To Form 990-PF, Pg 1, ln 18	81.	81.		0.

Form 990-PF	Other Expenses	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Greenwich Probate Court, probate fees	904.	904.		0.
Membership fees	2,850.	0.		2,850.
To Form 990-PF, Pg 1, ln 23	3,754.	904.		2,850.

Form 990-PF	Corporate Stock	Statement	6
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Description	Book Value	Fair Market Value
Schedule Attached	20,662,365.	30,764,929.
Total to Form 990-PF, Part II, line 10b	20,662,365.	30,764,929.

Form 990-PF	Corporate Bonds	Statement	7
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Description	Book Value	Fair Market Value
Schedule Attached	4,087,886.	4,382,462.
Total to Form 990-PF, Part II, line 10c	4,087,886.	4,382,462.

Form 990-PF	Other Investments	Statement	8
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Description	Valuation Method	Book Value	Fair Market Value
Schedule Attached	COST	7,139,561.	7,347,458.
Total to Form 990-PF, Part II, line 13		7,139,561.	7,347,458.

The Elinor Patterson Baker Foundation - ID#06-6276403
Form 990-PF For Fiscal Year Ending 5/31/11

Addison County Humane Society, Inc., 236 Boardman St, Middlebury, VT 05753	5,000
All About Animals Rescue, 23205 Gratiot Pmb 331, Eastpointe, MI 48021	5,000
Alliance for Contraception in Cats & Dogs, 14245 New Belle Court, Portland, OR 97229	15,000
American Wildlands, 481 Humboldt Street, Denver, CO 80218	10,000
Anderson Animal Shelter A Humane Society, 1000 S, La Fox Road, South Elgin, IL 60177	5,000
Animal Humane Society, 845 Meadow Lane N, Minneapolis, MN 55422	15,000
Animal and Society Institute, Inc, 2512 Carpenter Road, Ste 201A2, Ann Arbor, MI 48108	15,000
Animalkind, Inc, PO Box 902, Hudson, NY 12534	3,000
Animal Protection Association, 854 Goodman Street, Memphis, TN 38111	5,000
Animal Rescue Coalition, 47 S Palm Avenue, #209, Sarasota, FL 34236	10,000
Animal Rescue Fund, Inc., PO Box 326, Muncie, IN 47308	2,500
Animal Rescue League of NH, 545 Route 101, Bedford, NH 03110	5,000
Animal Shelter of Pell City, 1071 Airport Rd, Pell City, AL 35128	5,000
Animal Spay and Neuter A Non-Profit Clinic, 3524 Koa Way, Auburn, GA 95602	10,000
Animal Welfare Association, Inc, 509 Centennial Blvd, Voorhees, NJ 08043	6,000
Animal Welfare League, 10305 Southwest Hwy, Chicago Ridge, IL 60415	10,000
Animal Welfare League of Trumbull County, Inc, 545 Brunstetter Rd NW, Warren, OH 44481	5,000
Ark-Valley Humane Society, Inc, PO Box 1335, Buena Vista, CO 81211	5,000
Beltrami Humane Society, 1612 Carr Lake Road, Southeast, Bemidji, MN 56601	5,000
Berea's Animal Rescue Fund, PO Box 544, Berea, OH 44017	5,000
Berkshire Human Society, Inc, 214 Barker Road, Pittsfield, MA 01201	5,000
Bobbi and the Strays, Inc, PO Box 170129, Ozone Park, NY 11417	5,000
Boggs Mountain Humane Shelter, Inc, PO Box 249, Tiger, GA 30576	5,000
Brown County Humane Society, Inc, 3408 Bear Wallow Hill Rd, Nashville, IN 47448	2,500
Buffalo Field Campaign, PO Box 957, West Yellowstone, MT 59758	20,000
Calhoun County Animal Center, Inc., 165 South Union Street, Battle Creek, MI 49014	5,000
Capital Area Humane Society, 7095 W Grand River Ave, Lansing, MI 48906	10,000
Caribbean Conservation Corp., 4424 NW 13 th Street, Gainesville, FL 32609	20,000
Catnap From The Heart, Inc., 1101 Beach Avenue, La Grange Park, IL 60526	2,500
Charleston Animal Society, 2455 Remount Road, North Charleston, SC 29406	10,000
Chenango County Society for the Prevention of Cruelty to Animals, 6160 County Road 32, Norwich, NY 13815	5,000
Clay County Humane Society, Inc, PO Box 277, Brazil, IN 47834	1,500
Clinic for the Rehabilitation of Wildlife, Inc, PO Box 150, Sanibel, FL 33957	15,000
Conservation NW, 1208 Bay St, Suite 201, Bellingham, WA 98225	10,000
Cowboy Capital Pet Assistance League, Inc., PO Box 2200, Bandera, TX 78003	2,500
Connecticut Audubon Society, Inc, 2325 Burr Street, Fairfield, CT 06430	5,000
Cumberland Valley Animal Shelter, Inc, 2325 Country Rd, Chambersburg, PA 17202	5,000
Delaware Valley Raptor Center, Inc, 416 Cummins Hill Rd, Milford, PA 18337	2,500
Denton Animal Shelter Foundation, Inc, PO Box 486, Denton, TX 76202	10,000
Denver Dumb Friends League, 2080 S Quebec Street, Denver, CO 80231	20,000
Emancipet, Inc., Levander Loop, Blg I & K, Austin, TX 78721	10,000

The Elinor Patterson Baker Foundation - ID#06-6276403
Form 990-PF For Fiscal Year Ending 5/31/11

Erie County SPCA, 205 Ensminger Road, Tonawanda, NY 14150	10,000
Faithful Friends, Inc, 12 Germay Drive, Suite 4, Wilmington, DE 19804	10,000
Fauna& Flora International, Inc, 1720 N Street, NW, Washington, DC 20036	25,000
Feline Adoption & Rescue Society, Inc., 1 Worcester Road, Framingham, MA 01701	5,000
Felines, Inc., PO Box 60616, Chicago, IL 60660	1,000
Fox Valley Humane Association, N115 Two Mile Rd, Appleton, WI 54914	10,000
Friends for Animals Humane Society of Burke County, PO Box 1884, Morganton, NC 28680	5,000
Friends for the Dearborn Animal Shelter, 2661 Greenfield Rd, Dearborn, MI 48120	5,000
Friends of Animals Humane Society, 12 Germay Drive, Wilmington, DE 19804	3,000
Gifford Pinchot Task Force, 917 SW Oak Street, Ste 410, Portland, OR 97205	5,000
Greenwood Wildlife Rehabilitation Center, PO Box 18987, Boulder, CO 80308	5,000
Half Way To Home, Inc., 6700 Gibbs Avenue, Majova, CA 93501	1,500
Haven Humane Society, PO Box 992202, Redding, CA 96099	5,000
Heart of the Valley Humane Society, Inc, PO Box 11390, Bozeman, MT 59719	10,000
Humane Alliance of WNC, 25 Heritage Drive, Asheville, NC 28806	20,000
Humane Education Advocates Reaching Teachers, PO Box 738, Mamaroneck, NY 10543	10,000
Humane Farm Animal Care, PO Box 727, Herndon, VA 20172	10,000
Humane Society for Hamilton County, Inc, 1721 Pleasant St, Noblesville, IN 46060	5,000
Humane Society of Broward County, 2070 Griffin Road, Fort Lauderdale, FL 33312	20,000
Humane Society of Chatham-Savannah, 7215 Sallie Mood Drive, Savannah, GA 31406	5,000
Humane Society of Chilton County Alabama, Inc, PO Box 444, Clanton, AL 35046	5,000
Humane Society of Boulder Valley, Inc, 2323 55 th Street, Boulder, CO 80301	10,000
Humane Society of Harrisburg Area, Inc., 7790 Grayson Road Harrisburg, PA 17111	10,000
Humane Society for Larimer County, 5137 South College Ave, Fort Collins, CO 80525	10,000
Humane Society of Putnam County, PO Box 995, Cookeville, TN 38503	5,000
Humane Society of Rochester & Monroe County PCA, Inc., 99 Victor Road, Fairport, NY 14450	6,000
Humane Society of Manatee County, Inc, 2515 14 th Street W, Bradenton, FL 34205	5,000
Humane Society of Sonoma County, PO Box 1296, Santa Rosa, CA 95402	5,000
Humane Society of No. Central Arkansas, Inc, 2656 Hwy 201 N, Mountain Home, AR 72653	1,500
Humane Society of Southern Arizona, 3450 N Kelvin Blvd, Tucson, AZ 85716	5,000
Humane Society of the Pikes Peak Region, 610 Abbott Lane, Colorado Springs, CO 80905	10,000
Humane Society of South Mississippi, 2615 25 th Ave, Ste B, Gulfport, MS 39501	25,000
Humane Society/SPCA of Sumter County, Inc., 994 Cr 529A, Lake Panasoffkee, FL 33538	2,500
Humane Society of the United States, 2100 L Street, NW, Washington, DC 20037	150,000
Humane Society of the United States, 700 Professional Drive, Gaithersburg, MD 20879	150,000
Humane Society of the United States, 700 Professional Drive, Gaithersburg, MD 20879	150,000
Humane Society of the United States, 700 Professional Drive, Gaithersburg, MD 20879	150,000
Humane Society of Tampa Bay, Inc, 3607 N Ameria Ave, Tampa, FL 33607	5,000
Humane Society of Taos, Inc, PO Box 622, Taos, NM 87571	5,000
Humane Society of Vero Beach, FL, PO Box 644, Vero Beach, FL 32961	10,000
Indiana County Humane Society, Inc, 65 Haven Drive, Indiana, PA 15701	5,000
Intermountain Humane Society, PO Box 1250, Conifer, CO 80433	3,000
International Bird Rescue Research Center, 4369 Cordelia Rd, Fairfield, CA 94534	10,000
Lighthawk, PO Box 653, Lander, WY 82520	40,000

The Elinor Patterson Baker Foundation - ID#06-6276403
Form 990-PF For Fiscal Year Ending 5/31/11

Lindsay Wildlife Museum, 1931 First Ave, Walnut Creek, CA 94597	5,000
Louisiana SPCA, 1700 Mardi Gras Blvd, New Orleans, LA 70114	25,000
Marin Humane Society, 171 Bel Marin Keys Blvd, Novato, CA 94949	10,000
Marine Mammal Stranding Center, 3625 Atlantic Brigantine Blvd, Brigantine, NJ 08203	5,000
Marine Mammal Center, Marin Headlands, 1065 Fort Cronkhite, Sausalito, CA 94965	5,000
Michigan Humane Society, 30300 Telegraph Rd, Ste 220, Bingham, MI 48025	25,000
Minnesota Valley Humane Society, 1313 Highway 13E, Burnsville, MN 55337	5,000
Missoula County Humane Society, 5930 Highway 93 South, Missoula, MT 59804	5,000
New Beginnings for Cats, 7701 E 3500 Road, Bourbonnais, IL 60914	2,500
Newburgh SPCA, Inc., 940 Little Britain Road, New Windsor, NY 12553	2,500
Old Fella Burke County Rescue, PO Box 1437, Waynesboro, GA 30830	1,000
Operation Topcat, PO Box 922, Sneads Ferry, NC 28460	2,000
Oshkosh Area Humane Society, Inc, 815 Dempsey Trail, Oshkosh, WI 54902	5,000
Our Companions Domestic Animal Sanctuary, Inc, PO Box 673, Bloomfield, CT 06002	5,000
Pacific Marine Mammal Center, 20612 Laguna Canyon Road, Laguna Beach, CA 92651	5,000
Palmetto Animal League, PO Box 539, Bluffton, SC 29910	2,000
Paw Prints Humane Society of Sedona, Inc, 2115 Shelby Drive, Sedona, AZ 86336	5,000
People Promoting Animal Welfare, PO Box 68, Greenback, TN 37742	5,000
Point Reyes Bird Observatory, 3820 Cypress Dr. #11, Petaluma, CA 94954	50,000
Portsmouth Humane Society, Inc., 2704 Frederick Blvd, Portsmouth, VA 23704	5,000
Quincy Humane Society, 1705 North 36 th Street, Quincy, IL 62305	10,000
Rhode Island SPCA, 186 Amaral St, Riverside, RI 02915	10,000
Richmond Animal League, 11401 International Drive, Richmond, VA 23236	10,000
Robert Potter League for Animals, Inc, PO Box 412, Newport, RI 02840	15,000
Rogue Valley Humane Society, 429 NW Scenic Drive, Grants Pass, OR 97526	5,000
Salem Friends of Felines, 980 Commercial Street Southeast, Salem, OR 97302	2,500
San Clemente Animal Shelter Fund, Inc, aka Pet Project Foundation, PO Box 5678, San Clemente, CA 92674	5,000
Schuylkill Center for Environmental Education, 8480 Hagy's Mill Rd, Philadelphia, PA 19128	5,000
Showing Animals Respect & Kindness, PO Box 28, Geneva, IL 60134	5,000
Sierra's Haven for New and Used Pets, 80 Easter Drive, Portsmouth, OH 45662	5,000
Southern Oregon Humane Society, 2910 Table Rock Road, Medford, OR 97501	5,000
SPCA of Hancock County, 141 Bar Harbor Road, Trenton, ME 04605	5,000
SPCA of Northeastern North Carolina, Inc, PO Box 1772, Elizabeth City, NC 27906	5,000
Spartanburg Animal Welfare League, 150 Dexter Road, Spartanburg, SC 29303	20,000
Spay-Neuter Assistance Program, Inc, PO Box 70286, Houston, TX 77270	10,000
Spay and Neuter Kansas City, PO Box 410303, Kansas City, MO 64141	5,000
Special Pals, Inc, 3830 Greenhouse Road, Houston, TX 77084	5,000
Star of the North Humane Society, 801 Cole Street, PO Box 458, Coleraine, MN 55722	2,500
Suncoast Humane Society, 6781 San Casa Drive, Englewood, FL 34224	5,000
Terre Haute Humane Society, 1811 S Fruitridge Ave, Terre Haute, IN 47803	5,000
Tri-State Bird Rescue and Research, Inc, 110 Possum Hollow Rd, Newark, DE 19711	10,000
Tufts University, 28 Capen Street, Medford, MA 02155	25,000
Turtle Island Restoration Network, PO Box 370, Forest Knolls, CA 94933	5,000

The Elinor Patterson Baker Foundation - ID#06-6276403
Form 990-PF For Fiscal Year Ending 5/31/11

Ulster County SPCA, 20 Wiedy Rd, Kingston, NY 12401	5,000
United Animal Nations, 1722 J Street, Suite 11, Sacramento, CA 95814	12,500
Upper Valley Humane Society, 300 Old Route 10, Enfield, NH 03748	10,000
Utah Animal Adoption Center, 1955 N Redwood Road, Salt Lake City, UT 84116	5,000
Vermont Companion Animal Neutering, 19 a Bailey Meadows Road, Montpelier, VT 05602	5,000
Washington Animal Rescue League, 71 Oglethorpe St, NW, Washington, DC 20011	10,000
Washington County Humane Society, 3650 State Road 60, Slinger, WI 53086	10,000
Wildcare, 76 Albert Park Lane, San Rafael, CA 94901	5,000
Wildearth Guardians, 312 Montezuma Avenue, Santa Fe, NM 87501	15,000
Wildlife Center of Virginia, PO Box 1557, Waynesboro, VA 22980	50,000
Wildlife Conservation Society, 2300 Southern Blvd, Bronx, NY 10460	35,000
Willamette Humane Society, Salem, 4246 Turner Road SE, Salem, OR 97317	10,000
World Society Protection of Animals, 89 South Street, Boston, MA 02111	<u>25,000</u>

1,819,000

Elinor Patterson Baker Trust U/A Tenth (II)

		Fair Market Value 05/31/2011	Inventory Value
Cash and Cash Equivalents			
	Federated Govt Oblig Fund #395	\$ 411,541.52	\$ 411,541.52
	Total Cash and Cash Equivalents	<u>\$ 411,541.52</u>	<u>\$ 411,541.52</u>
No. of Shares	Stocks		
5,000	Abbott Labs Inc.	\$ 261,250.00	\$ 203,177.44
7,000	Accenture Ltd., Class A	401,730.00	172,119.87
5,000	Agilent Technologies Inc.	249,350.00	219,871.50
5,000	Air Products & Chemicals, Inc.	475,450.00	266,384.29
10,000	Allstate Corp.	313,800.00	307,796.00
6,000	American Express Co.	309,600.00	248,194.60
4,000	Amgen Inc.	242,160.00	228,280.00
5,000	Apple Inc.	1,739,150.00	315,613.14
10,000	AT & T Inc.	315,600.00	389,872.00
10,000	Avon Products, Inc.	297,100.00	307,502.40
4,500	Baxter International, Inc.	267,840.00	197,230.50
10,000	BB & T Corp	275,400.00	272,448.00
5,000	Cameron Int'l Corp	238,300.00	264,700.00
5,000	Cardinal Health Inc	227,100.00	165,045.05
6,000	Caterpillar Inc.	634,800.00	266,218.92
3,000	Celanese Corp Ser A	156,270.00	126,178.50
5,000	Chevron Corp.	524,550.00	167,600.09
8,000	Citigroup Inc.	329,200.00	345,580.00
8,000	Coca Cola Company	534,480.00	254,468.91

Schedule B-1
Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

No. of Shares	Stocks	Fair Market Value 05/31/2011		Inventory Value	
3,000	Colgate-Palmolive Co	\$	262,590.00	\$	162,417.35
2,000	ConocoPhillips		146,440.00		129,442.17
3,000	Costco Wholesale Corp.		247,440.00		177,192.00
6,000	Covidien PLC		330,000.00		231,432.50
3,000	Deere & Co		258,240.00		171,856.50
10,000	E M C Corp Mass		284,700.00		282,199.00
9,000	Eaton Corp.		465,030.00		280,375.33
9,000	Emerson Electric Company		490,950.00		291,589.56
17,000	Exxon Mobil Corp.		1,418,990.00		553,801.82
5,000	Freeport McMoran Copper & Gold		258,200.00		119,183.00
45,000	General Electric Company		883,800.00		211,506.52
700	Google Inc. CL A		370,314.00		282,954.00
7,000	Halliburton Co.		351,050.00		210,200.90
9,119.927	Highbridge Dynamic Comm Strat Fund-E		187,414.50		200,000.00
15,000	Home Depot Inc.		544,200.00		138,131.88
9,000	Honeywell Intl Inc		535,950.00		324,356.40
5,000	Hospira Inc.		276,450.00		265,974.50
4,500	Int'l Business Machines Corp.		760,185.00		344,679.03
20,000	Intel Corp.		450,200.00		770,232.39
10,000	International Game Technology		172,400.00		177,633.00
12,000	Invesco LTD		296,040.00		265,755.10
5,000	IShares S&P Commodity		181,350.00		173,449.50

Schedule B-1 (Continued)

Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

No. of Shares	Stocks	Fair Market Value		Inventory Value	
			05/31/2011		
4,000	Johnson & Johnson	\$	269,160.00	\$	177,717.41
13,000	Johnson Ctls Inc		514,800.00		372,098.50
13,000	JP Morgan Chase & Co.		562,120.00		497,415.10
7,000	Juniper Networks Inc		256,270.00		183,750.00
10,000	Kraft Foods Inc.		349,700.00		297,587.10
10,000	Merck & Co. Inc.		367,500.00		284,553.75
6,000	Microsoft Corp.		150,060.00		32,718.75
11,000	Morgan Stanley		265,760.00		317,374.50
10,000	NXP Semiconductors NV		285,300.00		297,127.00
4,000	Occidental Petroleum Corp.		431,400.00		312,868.40
6,000	Pepsico Inc.		426,720.00		382,657.87
30,000	Pfizer Inc.		643,500.00		107,605.47
7,500	Philip Morris Intl Inc.		538,125.00		396,455.25
4,000	PNC Finl Svcs Group Inc		249,680.00		244,160.10
8,000	Procter & Gamble		536,000.00		59,636.86
8,000	QEP Resources Inc.		348,000.00		227,416.33
12,000	Questar Corp		207,960.00		187,286.87
7,000	Riverbed Technology Inc.		265,440.00		271,273.80
4,500	Rovi Corp.		260,820.00		274,127.60
3,000	Salesforce.Com Inc.		456,780.00		310,809.30
4,000	Schlumberger Ltd.		342,880.00		254,459.20
6,000	Sempra Energy Corp		331,020.00		292,368.10

Schedule B-1 (Continued)

Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

No. of Shares	Stocks	Fair Market Value 05/31/2011		Inventory Value	
3,000	Shire PLC	\$	286,770.00	\$	277,768.20
8,000	Southwestern Energy Co		350,160.00		304,400.00
5,000	State Street Corp.		228,850.00		232,317.60
20,000	Taiwan Semiconductor Mfg Co Adr Sponsored		273,200.00		244,994.00
7,000	Target Corp.		346,710.00		311,862.60
6,000	Teradata Corporation		334,740.00		193,957.80
5,000	Union Pacific Corp.		524,850.00		247,571.50
5,000	United Technologies Corp.		438,850.00		217,385.71
10,000	US Bancorp		256,000.00		300,258.40
16,000	Valero Energy Corp		440,000.00		315,908.00
10,000	Verizon Communications		369,300.00		256,205.40
7,000	Walgreen Co.		305,410.00		290,772.30
10,000	Walt Disney Company		416,300.00		266,518.20
5,000	Watson Pharmaceuticals Inc		321,750.00		233,103.50
12,000	Wells Fargo & Co New		340,440.00		349,986.00
5,500	YUM Brands Inc		304,260.00		192,768.95
3,000	Zimmer Holdings Inc.		203,280.00		162,476.40
	Total Stocks	\$	30,764,928.50	\$	20,662,365.48
Par Value	Bonds, Debentures & T-Bills				
300,000	American Express Co 5.25% 9/12/11	\$	303,915.00	\$	300,288.88

Schedule B-1 (Continued)

Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

Par Value	Bonds, Debentures & T-Bills	Fair Market Value 05/31/2011	Inventory Value
150,000	Anheuser Busch Cos 5.6% 3/1/17	\$ 171,105.00	\$ 147,280.50
200,000	Bank One Corp 5.25% 1/30/13	212,582.00	199,528.00
250,000	Bellsouth Corp 5.2% 9/15/14	277,355.00	241,066.75
200,000	Dominion Resources, Inc., 5.0% due 3/15/2013	213,862.00	197,082.00
200,000	General Electric Cap 4.875% Due 3/4/2015	219,724.00	196,432.00
250,000	Goldman Sachs Group, Inc. Sr. Note, 5.70%, due 9/1/2012	264,545.00	250,409.30
100,000	JP Morgan Chase & Co. 4.5% 1/15/2012	102,468.00	97,214.00
250,000	JP Morgan Chase 5.25% 5/1/15	270,427.50	242,482.50
100,000	Lehman Bros 5.75% 4/25/11	24,500.00	100,351.00
200,000	Lloyds Tsb Bank PLC 4.875% 1/21/16	208,374.00	204,800.00
200,000	McDonalds Corp Med Term Notes 5.8% 10/15/17	236,542.00	211,524.00
100,000	Merrill Lynch 6.875% 4/25/18	113,956.00	98,232.00
400,000	Morgan Stanley Co. Global Note, 5.30%, due 3/01/2013	426,312.00	397,457.60
100,000	Oracle Corp 5.25% 1/15/2016	113,317.00	99,508.00
200,000	Prudential Finl Inc Med 6.0% 12/1/2017	227,666.00	203,652.00
100,000	SBC Communications 5.1% 9/15/14	110,658.00	95,627.89

Schedule B-1 (Continued)

Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

		Fair Market Value 05/31/2011	Inventory Value
Par Value	Bonds, Debentures & T-Bills		
200,000	Southern Cal Edison 5% 1/15/16	\$ 224,096.00	\$ 205,096.00
200,000	Target Corp 5.875% 7/15/16	234,928.00	202,513.80
100,000	Verizon Global Fdg Corp 4.9% Due 9/15/2015	111,288.00	97,752.00
300,000	Wells Fargo & Co 5.125% 9/1/12	314,841.00	299,587.50
	Total Bonds, Debentures & T-Bills	\$ 4,382,461.50	\$ 4,087,885.72
No. of Shares	Mutual Funds		
80,104.769	BNY Mellon Intl Appr Fund CL M	\$ 1,038,157.81	\$ 1,115,366.63
30,511.061	BNY Mellon Bond Fd CL M	405,186.89	400,000.00
67,783.234	BNY Mellon Emerging Markets FD CL M	810,687.48	750,000.00
12,061.112	BNY Mellon S/T US Govt Secs Fd CL M	147,989.84	149,718.06
32,237.266	BNY Mellon Sm/Mid Cap-M	508,059.31	500,000.00
33,635.444	BNY Mellon Small Cap Stock Fund	429,188.27	375,211.68
13,724.44	Dreyfus Midcap Index	423,124.49	354,539.15
15,634.77	Dreyfus Opportunistic S/C	499,218.21	500,000.00
41,524.884	Dreyfus PR LRG Cap Val Fd CL I	377,045.95	442,846.36
56,448.237	Dreyfus Pre Strat Inter ST	821,886.33	800,000.00
121,490.794	Dreyfus Premier Ltd Term High Yield Fund CL I	826,137.40	794,747.18
21,600	Vanguard Emerging Markets	1,060,776.00	957,131.85

Schedule B-1 (Continued)

Balance On Hand

Elinor Patterson Baker Trust U/A Tenth (II)

No. of Shares	Mutual Funds	Fair Market Value	Inventory Value
		05/31/2011	
	Total Mutual Funds	\$ <u>7,347,457.98</u>	\$ <u>7,139,560.91</u>
	Total Schedule B-1	\$ <u><u>42,906,389.50</u></u>	\$ <u><u>32,301,353.63</u></u>

ELINOR PATTERSON BAKER TRUST

INFORMATION FORM

RETURN TO: Ms. Ann Panoli
BNY Mellon, Trustee
Elinor Patterson Baker Trust
10 Mason Street
Greenwich, CT 06830

A. Please identify your organization's main focus of activity:

Animal Protection

☐ Shelter

☐ Wildlife Conservation

☐ Non-shelter

☐ Animal Care, Rescue, Spay/Neuter

☐ Habitat & Environmental Protection

B. Organization Address and Contact Details:

NO GRANTS WILL BE AWARDED IF THIS SECTION IS NOT COMPLETED

Official Organization Name _____

(As listed with the IRS)

Location - City, State: _____

Contact Person: _____

Telephone Number: _____

Email: _____

Website: _____

EIN: _____

Date of Incorporation: _____

Operating Budget: _____

Board Size: _____

of Meetings: _____

Paid Employees: _____

Full Time: _____ Part Time: _____

Volunteers: _____

Number of Animals Handled: _____

Number Adopted/Reclaimed: _____

For Office use only:

<u>Previous Grant:</u>	<u>Date:</u>	<u>Previous Grant:</u>	<u>Date:</u>

C. Organization Goals and Objectives:

NO GRANTS WILL BE AWARDED IF THIS SECTION IS NOT COMPLETED

Please list at **least three major areas** of concentration and describe briefly the programs and activities being utilized to accomplish your objectives in each category.

(Additional programs or activities may be described on the reverse or materials attached.)

(1) _____

(2) _____

(3) _____

Please list one or more areas of programming or projects (including building, equipment needs) for which funding is most needed. Include a description of the program or project, anticipated duration and estimated funding needed.

Is other funding available or being sought? Please describe, indicating amount requested.

If the program or project for which funding is being sought is of a continuing duration, please indicate how you propose to raise funds for subsequent years.

D. Basic Organizational Information:

<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE #</u>
_____ President	_____ _____	_____
_____ Chairman, Board	_____ _____	_____
_____ Vice President	_____ _____	_____
_____ Secretary	_____ _____	_____
_____ Treasurer	_____ _____	_____
_____ Chief Operating Officer	_____ _____	_____

Number of Executive Committee Meetings last year: _____

How are Board members chosen, and for how long do they serve: _____

Do you hold annual (or more frequent) general membership meetings? _____

Date of last meeting: _____

E. Financial Information:

Previous year income: _____ Previous year expenses: _____

Previous Year-end Endowment market value: _____

Source of income for previous year (please give in % - the total should be 100)

Membership dues	
Direct mail, general contributions, major gifts	
Events & fund-raisers (e.g. bingo nights, dog walks, galas)	
Corporate and Foundation grants and donations	
Planned giving – e.g. bequests, annuities	
Sale of goods and services (e.g. thrift store, veterinary fees, adoption fees)	
Municipal/County/City contracts	
Interest and Investment Income	
Other	

Please describe your fund raising activities (continue on back if necessary).

F. If your organization operates a shelter or an animal care facility, please complete questions E1 - 16. If not, please go to question F1.

1. Briefly state your policy for accepting animals (e.g. accept all animals brought to you, accept only dogs and cats, accept only dogs that can be adopted).

2. Please complete the table below for **Calendar Year:** _____

	Owner Relinq.	Strays	Other	Ret. To Owner	Adopted	Euth.	Died or DOA	On hand
Dogs								
Puppies under 4 mos								
Total canines								
Cats								
Kittens under 4 mos								
Total feline								
Pet Rabbits								
Pet rodents								
Pet birds								
Pet Reptiles								
Livestock								
Wildlife								
Other								
TOTAL								

3. Approximately what percentage of dogs and cats brought to you, do you accept?

4. Do you release any animals to research institutions or other organizations? If yes, please provide details.

5. Of the dogs and cats still on hand, what percentage has been in the shelter for one month or longer? _____

6. Do you charge a fee for taking an animal? (please circle) Y N
If yes, how much?

7. What are your adoption fees?

	Adults	Puppies/Kittens
DOGS		
CATS		

8. When do you follow up on adoptions? (circle all that apply)

After 1 week
After 1 month
After 3 months
After 6 months

9. After six months, please identify what percentage of adopted animals are still with the original adoptive family?

_____ %
_____ Do Not Know

10. Do you require sterilization of adopted dogs, cats and rabbits? (please circle) Y N

11. Do you have a veterinary clinic on site and/or veterinary staff? (please circle) Y N

12. If no, how do you support sterilization of adopted animals? (circle all that apply)

Local/State S/N task force
Voucher program for local veterinarians
Agreement with local practitioners for low cost surgery

13. What method of euthanasia does your shelter use? (circle all that apply)

Sodium pentobarbital injection
Carbon monoxide chamber
Other (please describe)

14. Has your organization adopted the Asilomar principles? (please circle) Y N

15. Does your organization offer animal behavior/obedience classes? (please circle) Y N

16. Does your organization have a formal program to assist adoption families with advice about their adopted animals? (Please circle) Y N

G. Please provide the following information:

1. Which of the following training did your staff undertake last year?
(indicate number of staff in each category)

Training	# Staff Attended
HSUS Animal Care Expo	
Other National/Regional Meetings	
Local Community College/Police Academy	
University Programs	
Local workshops	
On-line training programs	
In-house training	

2. What is your approximate budget for staff training? _____
3. What is your policy on stray and feral cats? (circle all that apply)
Do not have one
Support eradication of stray and feral cats from local habitats.
Trap and euthanize only if requested.
Follow some variant of a Trap, Neuter, Vaccinate & Return Policy.
4. What is your organization's policy on exotics as pets? (circle all that apply)
Oppose
Support with qualifications (provide details)
Support without qualifications
Do not have one
5. What is your organization's policy on sport and trophy hunting? (circle all that apply)
Oppose
Allow and/or support
Do not have one
6. What is your organization's policy on trapping for fur? (circle all that apply)
Oppose
Allow and/or support
Do not have one
7. When did your organization last go through a formal strategic planning exercise and what period did the completed plan cover?

PLEASE SUBMIT THE FOLLOWING INFORMATION WITH THIS APPLICATION:

- a. Current or proposed budget for next year;
- b. IRS determination Letter or Letters stating that the IRS currently recognizes your organization as a 501(c)(3) tax exempt entity and currently classifies it as either: (A) an organization that is not a private foundation because it is described in Section 509(a)(1) or (2) of the Internal Revenue Code of 1986, as amended (the "Code"), or (B) a special type of private operating foundation, known as an "exempt operating foundation", that is described in Code Section 4940(d)(2).
- c. The enclosed Letter Concerning Tax Status signed by an officer of your organization confirming that your organization has the requisite federal tax status and is organized in a jurisdiction that does not impose death taxes or dispositions made to the organization.
- d. Photographs or snapshot of shelter (if applicable), principal publications and/or most recent annual report.

All of the above items must be returned together with this completed information form for consideration. The information you provide will greatly assist the Trustee in making distributions of funds provided through the Will of Elinor Patterson Baker.
Incomplete grant proposals will not be reviewed.

Verification of Information Form:

The undersigned, on behalf of the above named organization, hereby verifies that all statements made in this Information Form are true and correct and that all documents (including IRS tax determination letters) submitted herewith in support of this organization's application for a grant are true, current and correct, and have not expired or been revoked, terminated, suspended or otherwise changed or modified in a material manner, except as specifically described in this Information Form or an attachment hereto.

FORM OF LETTER CONCERNING TAX STATUS

BNY Mellon N. A.
Trustee under Article TENTH II of Will
Of Elinor P. Baker, deceased
10 Mason Street
Greenwich, CT 06830

Attention: Ann Panoli

Dear Sirs:

The undersigned is _____
(Title)

Of _____
(Name of Organization)

(hereafter referred to as the "Organization"), which is applying to the Trustee for a grant from the Elinor Baker Trust

The undersigned understands that the trust will make a grant only to an organization that (1) the Internal Revenue Service currently recognizes as a 501(c)(3) tax-exempt entity and currently classifies as: (A) an organization that is not a private foundation because it is described in Section 509(a)(1) or (2) of the Internal Revenue Code of 1986, as amended (the "Code"), or (B) a special type of private operating foundation, known as an "exempt operating foundation", that is described in Code Section 4940(d)(2), and (2) that is organized in a jurisdiction that does not impose death taxes on dispositions made to the organization (hereinafter, "an organization qualified to receive a grant from the trust").

Accordingly, the undersigned hereby represents that the Organization has submitted its Internal Revenue Service determination letters and rulings currently in effect confirming that it is an organization qualified to receive a grant from the trust, and the undersigned has no reason to believe that the Organization has ceased to qualify, or that the Internal Revenue Service is considering any action that would cause the Organization to cease to qualify, to receive a grant from the trust.

Very truly yours,

Signature

Print Name