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Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

2010

Department of the Treasury
Internal Revenue Service

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 NOV 1, 2010, and ending OCT 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 BRIDGEWOOD FIELDWATER FOUNDATION C/O NED W. BANDLER		A Employer identification number 06-6419997
Number and street (or P.O. box number if mail is not delivered to street address) 280 NORTHROP STREET	Room/suite	B Telephone number 860-350-4921
City or town, state, and ZIP code BRIDGEWATER, CT 06752		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) \$ 2,057,799. (Part I, column (d) must be on cash basis)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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		40,014.	40,014.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		135,248.			
b Gross sales price for all assets on line 6a		348,209.			
7 Capital gain net income (from Part IV, line 2)			135,248.		
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		175,262.	175,262.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		STMT 2 1,250.	0.		0.
c Other professional fees		STMT 3 24,740.	0.		0.
17 Interest					
18 Taxes		STMT 4 1,047.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		STMT 5 1,736.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		28,773.	0.		0.
25 Contributions, gifts, grants paid		87,100.			87,100.
26 Total expenses and disbursements. Add lines 24 and 25		115,873.	0.		87,100.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		59,389.			
b Net investment income (if negative, enter -0-)			175,262.		
c Adjusted net income (if negative, enter -0-)				N/A	

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C/O NED W. BANDLER

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	13,268.	28,600.	28,600.
	2 Savings and temporary cash investments			
	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 - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	1,261,909.	1,305,966.	2,029,199.
	c Investments - corporate bonds			
Liabilities	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)	1,275,177.	1,334,566.	2,057,799.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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.	
Foundations that follow SFAS 117, check here	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	1,275,177.	1,334,566.	
	30 Total net assets or fund balances	1,275,177.	1,334,566.	
Net Assets or Fund Balances	31 Total liabilities and net assets/fund balances	1,275,177.	1,334,566.	

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,275,177.
2 Enter amount from Part I, line 27a	2	59,389.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	1,334,566.
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	1,334,566.

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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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 348,209.		212,961.	135,248.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			135,248.

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	135,248.
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	78,250.	1,776,737.	.044041
2008	118,012.	1,565,419.	.075387
2007	123,843.	2,434,465.	.050871
2006	110,000.	2,534,886.	.043394
2005	107,110.	2,241,186.	.047792

2 Total of line 1, column (d)	2	.261485
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	.052297
4 Enter the net value of noncharitable-use assets for 2010 from Part X, line 5	4	2,078,946.
5 Multiply line 4 by line 3	5	108,723.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,753.
7 Add lines 5 and 6	7	110,476.
8 Enter qualifying distributions from Part XII, line 4	8	87,100.

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.

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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)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	3,505.
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	3,505.
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	3,505.
6 Credits/Payments:			
a 2010 estimated tax payments and 2009 overpayment credited to 2010	6a	1,480.	
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	1,480.	
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	2,025.	
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
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. ☐ \$ 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.	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2010 or the taxable year beginning in 2010 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

N/A

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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?	13	X	
Website address ► N/A				
14	The books are in care of ► NED W. BANDLER	Telephone no. ►	860-350-4921	
Located at ► 280 NORTHROP STREET, BRIDGEWATER, CT		ZIP+4 ►	06752	
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?	16	Yes	No
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 ►				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	N/A	1b
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
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 ► _____, _____, _____			
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?	☐ 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.)	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

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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

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?

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

6b

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
SEE STATEMENT 7		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	
2	
3	
4	

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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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BRIDGEWOOD FIELDWATER FOUNDATION
C/O NED W. BANDLER
Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,083,726.
b	Average of monthly cash balances	1b	26,879.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,110,605.
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	2,110,605.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	31,659.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,078,946.
6	Minimum investment return. Enter 5% of line 5	6	103,947.

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	103,947.
2a	Tax on investment income for 2010 from Part VI, line 5	2a	3,505.
b	Income tax for 2010. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	3,505.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	100,442.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	100,442.
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	100,442.

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	87,100.
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	87,100.
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	87,100.

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				100,442.
2 Undistributed income, if any, as of the end of 2010				
a Enter amount for 2009 only			86,631.	
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: ► \$ 87,100.				
a Applied to 2009, but not more than line 2a			86,631.	
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				469.
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				99,973.
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				

Part XVII

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

- | | | Yes | No |
|----------|--|--------------|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[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 _____

Title

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if self-employed	PTIN
--	------

KELLY M. URSO

Firm's name ► **K.M. URSO & COMPANY, LLC**

Firm's EIN ▶

Firm's address ► 20 GREAT QUARTER ROAD
SANDY HOOK, CT 06482

Phone no. 203-364-1667

Form **990-PF** (2010)

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	PROCTER & GAMBLE CO - 100SH	P	06/15/93	11/30/10
b	AMDOCS LIMITED - 2900SH	P	05/06/02	01/10/11
c	CVS CAREMARK CORP - 800SH	P	11/09/99	01/10/11
d	CVS CAREMARK CORP - 1200SH	P	12/07/99	01/10/11
e	CVS CAREMARK CORP - 400SH	P	12/22/99	01/10/11
f	CVS CAREMARK CORP - 400SH	P	01/20/00	01/10/11
g	CVS CAREMARK CORP - 300SH	P	08/03/01	01/10/11
h	PROCTER & GAMBLE CO - 875SH	P	06/15/93	01/10/11
i	NYSE EURONEXT COM - 300SH	P	07/03/08	06/15/11
j	CVS CAREMARK CORP - 700SH	P	08/03/01	06/22/11
k	CVS CAREMARK CORP - 100SH	P	10/31/01	06/22/11
l	NYSE EURONEXT COM - 1200SH	P	07/03/08	06/22/11
m	CVS CAREMARK CORP - 500SH	P	10/31/01	08/05/11
n				
o				

(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 6,109.		1,261.	4,848.
b 78,960.		54,310.	24,650.
c 28,151.		15,017.	13,134.
d 42,227.		21,988.	20,239.
e 14,076.		6,425.	7,651.
f 14,076.		6,886.	7,190.
g 10,557.		5,451.	5,106.
h 56,174.		11,032.	45,142.
i 10,216.		14,150.	-3,934.
j 26,345.		12,720.	13,625.
k 3,763.		1,187.	2,576.
l 40,535.		56,600.	-16,065.
m 17,020.		5,934.	11,086.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			4,848.
b			24,650.
c			13,134.
d			20,239.
e			7,651.
f			7,190.
g			5,106.
h			45,142.
i			-3,934.
j			13,625.
k			2,576.
l			-16,065.
m			11,086.
n			
o			

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	135,248.
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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
FIRST MANHATTAN	40,014.	0.	40,014.
TOTAL TO FM 990-PF, PART I, LN 4	40,014.	0.	40,014.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	2
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2009 TE TAX RETURN	1,250.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	1,250.	0.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIRST MANHATTAN INVESTMENT MANAGEMENT FEES	11,756.	0.		0.
FIRST MANHATTAN INVESTMENT MANAGEMENT FEES	12,984.	0.		0.
TO FORM 990-PF, PG 1, LN 16C	24,740.	0.		0.

FORM 990-PF	TAXES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
2010-2011 TAX ESTIMATES	1,047.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,047.	0.		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
PO RENTAL BOX/POSTAGE	162.	0.		0.
OFFICE EQUIPMENT	1,574.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,736.	0.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	1,305,966.	2,029,199.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,305,966.	2,029,199.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
NED W. BANDLER 280 NORTHROP STREET BRIDGEWATER, CT 06752	TRUSTEE 0.00	0.	0.	0.
JEAN T. D. BANDLER 280 NORTHROP STREET BRIDGEWATER, CT 06752	TRUSTEE 0.00	0.	0.	0.
JOHN BANDLER 350 ALBANY STREET, APT. 7D NEW YORK, NY 10013	TRUSTEE 0.00	0.	0.	0.
GAIL E. BANDLER 350 ALBANY STREET, APT. 7D NEW YORK, NY 10013	TRUSTEE 0.00	0.	0.	0.
REBECCA W. HOLCOMBE 70 COSSINGHAM ROAD NORWICH, VT 05055	TRUSTEE 0.00	0.	0.	0.
JAMES BANDLER 70 COSSINGHAM ROAD NORWICH, VT 05055	TRUSTEE 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF	GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR	STATEMENT	8
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RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
ACHILLES TRACK CLUB	NONE EDUCATIONAL	FOUNDATION	100.
ADDED VALUE	NONE EDUCATIONAL	FOUNDATION	100.
CIRKUS SMIRKUS	NONE GENERAL	FOUNDATION	500.
AFRICAN MEDICAL & RESEARCH FOUNDATION INC (AMREF)	NONE GENERAL	FOUNDATION	15,000.
AFRICARE	NONE GENERAL	FOUNDATION	500.
AMERICAN MUSEUM OF NATURAL HISTORY	NONE EDUCATIONAL	MUSEUM	1,000.
AMERICAN RETINA FOUNDATION	NONE EDUCATIONAL	FOUNDATION	250.
ART INSTITUTE OF CHICAGO	NONE EDUCATIONAL	FOUNDATION	200.

CHILDREN'S MUSEUM MANHATTAN	NONE GENERAL	FOUNDATION	500.
BATTERY PARK CITY PARKS CONSERVANCY	NONE GENERAL	FOUNDATION	500.
BBB WISE GIVING ALLIANCE	NONE GENERAL	FOUNDATION	100.
BIG APPLE CIRCUS	NONE GENERAL	FOUNDATION	150.
BOWDOIN COLLEGE PHD SCHOLARSHIP	NONE GENERAL	FOUNDATION	2,000.
BOY SCOUTS OF AMERICA - HUDSON VALLEY COUNCIL	NONE GENERAL	FOUNDATION	100.
BROOKLYN BOTANIC GARDEN	NONE GENERAL	MUSEUM	250.
BROWN UNIVERSITY PROVIDENCE RI	NONE EDUCATIONAL	EDUCATION	2,000.
CAROLINA BALLET (NC)	NONE GENERAL	FOUNDATION	250.
CALS (CORNELL UNIV) CHARITABLE TRUST	NONE EDUCATIONAL	EDUCATION	500.

CAMPAIGN FINANCE INSTITUTION	NONE GENERAL	FOUNDATION	100.
CATO INSTITUTE	NONE EDUCATIONAL	FOUNDATION	100.
CELL MOTION LABORATORIES	NONE EDUCATIONAL	FOUNDATION	100.
CENTRAL PARK CONSERVANCY	NONE GENERAL	FOUNDATION	150.
CHANNEL THIRTEEN	NONE GENERAL	FOUNDATION	200.
CHRIS BORTON MEMORIAL SCHOLARSHIP FUND	NONE EDUCATIONAL	FOUNDATION	1,000.
CITIZENS FOR JUVENILE JUSTICE	NONE GENERAL	FOUNDATION	1,500.
CITY HARVEST (NYC)	NONE GENERAL	FOUNDATION	200.
CITY MEALS ON WHEELS	NONE GENERAL	FOUNDATION	700.
CITY PARKS FOUNDATION	NONE GENERAL	FOUNDATION	250.

COLUMBIA UNIVERSITY SCHOOL OF SOCIAL WORK	NONE EDUCATIONAL	EDUCATION	250.
COMMITTEE TO PROTECT JOURNALISTS	NONE GENERAL	FOUNDATION	500.
COMMUNITY CARING IN BRIDGEWATER INC.	NONE GENERAL	FOUNDATION	100.
COMPASSION IN CHOICES	NONE GENERAL	FOUNDATION	100.
CONCERNS OF POLICE SURVIVORS (COPS)	NONE GENERAL	FOUNDATION	500.
CONNECTICUT AUDOBON	NONE GENERAL	FOUNDATION	250.
CONNECTICUT BURNS CARE FOUNDATION	NONE GENERAL	FOUNDATION	100.
CONNECTICUT COMMUNITY FOUNDATION	NONE GENERAL	FOUNDATION	1,000.
CORNELL U. COLLEGE OF AG. AND LIFE SCIENCES	NONE EDUCATIONAL	EDUCATION	2,500.
FOOD ALLERGY INITIATIVE	NONE GENERAL	FOUNDATION	500.

DANBURY HOSPITAL	NONE MEDICAL	HOSPITAL	250.
DOCTORS WITHOUT BORDERS	NONE MEDICAL	FOUNDATION	1,000.
ELDERHOSTEL	NONE GENERAL	FOUNDATION	100.
ENDOWMENT OF THE US INSTITUTE OF PEACE	NONE GENERAL	FOUNDATION	500.
FAAN	NONE GENERAL	FOUNDATION	1,000.
FAMILY PLACE	NONE GENERAL	FOUNDATION	500.
FISHER HOUSE FOUNDATION INC.	NONE GENERAL	FOUNDATION	200.
FLORIDA PUBLIC LIBRARY	NONE GENERAL	FOUNDATION	200.
FREE ARTS NYC	NONE GENERAL	FOUNDATION	200.
FRIENDS OF THE BRIDGEWATER SENIOR CTR	NONE GENERAL	FOUNDATION	150.

FRIENDS OF THE BURNHAM LIBRARY	NONE GENERAL	FOUNDATION	100.
FUNERAL CONSUMER ALLIANCE OF CT (FCA OF CT)	NONE GENERAL	FOUNDATION	2,500.
FUNERAL CONSUMER ALLIANCE, INC (FCA OF VT)	NONE GENERAL	FOUNDATION	2,500.
FUNERAL ETHICS ORGANIZATION	NONE GENERAL	FOUNDATION	1,000.
GUIDING EYES FOR THE BLIND	NONE GENERAL	FOUNDATION	100.
HANDY DANDY HANDYMAN MINISTRY	NONE GENERAL	FOUNDATION	50.
HELLER SCHOOL OF BRANDEIS UNIVERSITY	NONE GENERAL	FOUNDATION	3,000.
HOSPICARE AND PALLIATIVE CARE SERVICES OF TOMPKINS	NONE GENERAL	FOUNDATION	200.
HUDSON VALLEY POLONAISE SOCIETY	NONE GENERAL	FOUNDATION	500.
HUMAN RIGHTS IN CHINA	NONE GENERAL	FOUNDATION	150.

HUMAN RIGHTS WATCH	NONE GENERAL	FOUNDATION	250.
INTERNATIONAL CRANE FOUNDATION	NONE GENERAL	FOUNDATION	100.
IRAQ STAR INC	NONE GENERAL	FOUNDATION	100.
LINCOLN LIBRARY AND MUSUEM	NONE GENERAL	FOUNDATION	5,000.
MAKE A WISH FOUNDATION OF METRO NY	NONE GENERAL	FOUNDATION	200.
METROPOLITAN MUSEUM OF ART	NONE EDUCATIONAL	MUSEUM	1,000.
MORGAN LIBRARY & MUSEUM	NONE EDUCATIONAL	EDUCATION	200.
MUSEUM OF JEWISH HERITAGE	NONE EDUCATIONAL	MUSEUM	500.
NATIONAL ACADEMY OF SOCIAL INSURANCE	NONE GENERAL	FOUNDATION	350.
NATIONAL ARBOR DAY FOUNDATION	NONE GENERAL	FOUNDATION	300.

NATIONAL COUNCIL FOR RESEARCH ON WOMEN	NONE GENERAL	FOUNDATION	100.
NATIONAL PARK FOUNDATION	NONE GENERAL	FOUNDATION	250.
NEW HAMPSHIRE CHARITABLE FOUNDATION	NONE GENERAL	FOUNDATION	500.
NEW MILFORD FOOD BANK	NONE GENERAL	FOUNDATION	300.
NEW MILFORD HOSPITAL FOUNDATION	NONE MEDICAL	FOUNDATION	100.
NEW YORK PRESBYTERIAN HOSPITAL	NONE GENERAL	FOUNDATION	500.
NY BOTANICAL GARDENS	NONE EDUCATIONAL	MUSEUM	1,500.
NY HISTORICAL SOCIETY	NONE EDUCATIONAL	MUSEUM	200.
NY POLICE FOUNDATION INC	NONE EDUCATIONAL	FOUNDATION	100.
NY PUBLIC LIBRARY, FRIENDS OF	NONE GENERAL	FOUNDATION	200.

NY RESTORATION PROJECT	NONE GENERAL	FOUNDATION	250.
NY UNIVERSITY SCHOOL OF SOCIAL WORK	NONE EDUCATIONAL	EDUCATION	200.
NYC STREET TREE CONSORTIUM INC.	NONE GENERAL	FOUNDATION	2,700.
NYS TROOPER FOUNDATION	NONE GENERAL	FOUNDATION	100.
OPPORTUNITY FUND	NONE GENERAL	FOUNDATION	1,500.
ORANGE COUNTY ARBORETUM	NONE GENERAL	FOUNDATION	100.
PACE UNIVERSITY SCHOOL OF LAW SCHOLARSHIP FUND	NONE EDUCATIONAL	EDUCATION	100.
PHI BETA KAPPA SOCIETY	NONE GENERAL	FOUNDATION	50.
PLANNED PARENTHOOD OF CT	NONE GENERAL	FOUNDATION	150.
PLANNED PARENTHOOD OF THE SOUTHERN FINGER LAKES REGION	NONE GENERAL	FOUNDATION	200.

POLICE ATHLETIC LEAGUE	NONE GENERAL	FOUNDATION	1,500.
POPULATION CONNECTION (DC)	NONE GENERAL	FOUNDATION	250.
POPULATION COUNCIL (NY)	NONE GENERAL	FOUNDATION	500.
UPPER VALLEY HAVEN	NONE GENERAL	FOUNDATION	500.
PROJECT PREVENTION (CRACK)	NONE GENERAL	FOUNDATION	750.
RESOURCE	NONE GENERAL	FOUNDATION	2,000.
ROXBURY LAND TRUST	NONE GENERAL	FOUNDATION	400.
SAFE HORIZON	NONE GENERAL	FOUNDATION	300.
SCHOOL FOR FIELD STUDIES	NONE EDUCATIONAL	EDUCATION	200.
SCHOOL YEAR ABROAD	NONE EDUCATIONAL	EDUCATION	2,000.

SHARE OUR STRENGTH	NONE GENERAL	FOUNDATION	500.
SHEPAUG FRIENDS OF MUSIC	NONE GENERAL	FOUNDATION	200.
SMITHSONIAN INSTITUTION	NONE EDUCATIONAL	EDUCATION	200.
UPPER VALLEY TRAILS ALLIANCE	NONE GENERAL	FOUNDATION	500.
SWARTHMORE ALUMNI FUND	NONE EDUCATIONAL	EDUCATION	250.
TREE FUND	NONE GENERAL	FOUNDATION	100.
UCONN FOUNDATION (COOP EXT CENTER)	NONE EDUCATIONAL	EDUCATION	250.
UN FOUNDATION/UNA USA	NONE GENERAL	FOUNDATION	1,000.
UNIVERSITY OF CHICAGO LABORATORY SCHOOL	NONE EDUCATIONAL	EDUCATION	200.
VISITING NURSE SERVICES OF NEW MILFORD, CT	NONE GENERAL	FOUNDATION	200.

WEANTINOGE LAND TRUST	NONE GENERAL	FOUNDATION	100.
WILDLIFE CONSERVATION FUND (NYC ZOOS)	NONE GENERAL	FOUNDATION	600.
WMNR FINE ARTS RADIO	NONE GENERAL	FOUNDATION	100.
WOMEN FOR WOMEN	NONE GENERAL	FOUNDATION	2,000.
WSHU PUBLIC RADIO (CT)	NONE GENERAL	FOUNDATION	100.
GREEN MOUNTAIN YOUTH	NONE GENERAL	FOUNDATION	500.
GROW NYC COUNCIL ON THE ENVIROMENT	NONE GENERAL	FOUNDATION	200.
KIDS WITH ALLERGIES	NONE GENERAL	FOUNDATION	200.
MARION CROSS SCHOOL NORWICH VT	NONE GENERAL	FOUNDATION	100.
MT SINAI JAFFEE FOOD ALLERGY INST	NONE GENERAL	FOUNDATION	500.

NH CHARITABLE FOUNDATION

NONE
GENERAL

FOUNDATION

500.

NORWICH PUBLIC LIBRARY

NONE
GENERAL

FOUNDATION

500.

US COM. PRESERVE AMER. HERITAGE

NONE
GENERALUS GOVT
AGENCY

4,500.

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

87,100.