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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2011**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 2011, or tax year beginning , 2011, and ending

Name of foundation Courtney and Victoria Buffum Family Foundation		A Employer identification number 04-3359381
Number and street (or P.O. box number if mail is not delivered to street address) P.O. Box 638 40 George Street		B Telephone number (see the instructions) (802) 863-3494
City or town Burlington		C If exemption application is pending, check here ☐
State ZIP code VT 05402		D 1 Foreign organizations, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial Return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, column (c), line 16) \$ 808,553.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____ (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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc., received (att sch)	0.			
	2 Ck ☒ if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	420.	420.		
	4 Dividends and interest from securities	15,917.	15,917.		
	5a Gross rents				
	b Net rental income or (loss)		L-6a Stmt		
	6a Net gain/(loss) from sale of assets not on line 10	965.			
	b Gross sales price for all assets on line 6a 24,000.				
	7 Capital gain net income (from Part IV, line 2)		965.		
	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/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	17,302.	17,302.			
ADMINISTRATIVE AND EXPENSES	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) L-16a Stmt	4,172.	2,086.	2,086.	
	b Accounting fees (attach sch) L-16b Stmt	1,510.	1,208.	302.	
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule) (see instrs) Federal Excise Tax	450.	0.	0.	
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
23 Other expenses (attach schedule) See Line 23 Stmt	675.	230.	445.		
24 Total operating and administrative expenses. Add lines 13 through 23	6,807.	3,524.	2,833.		
25 Contributions, gifts, grants paid	38,000.		38,000.		
26 Total expenses and disbursements. Add lines 24 and 25	44,807.	3,524.	40,833.		
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-27,505.				
b Net investment income (if negative, enter -0-)		13,778.			
c Adjusted net income (if negative, enter -0-)					

Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	0.	0.	0.
	2 Savings and temporary cash investments	24,073.	19,603.	19,603.
	3 Accounts receivable			
	Less allowance for doubtful accounts			
	4 Pledges receivable			
	Less allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U.S. and state government obligations (attach schedule)			
	b Investments – corporate stock (attach schedule) L-10b Stmt	780,303.	780,303.	661,473.
	c Investments – corporate bonds (attach schedule) L-10c Stmt	150,455.	127,420.	127,477.
	11 Investments – land, buildings, and equipment basis			
Less accumulated depreciation (attach schedule)				
12 Investments – mortgage loans				
13 Investments – other (attach schedule)				
14 Land, buildings, and equipment basis				
Less accumulated depreciation (attach schedule)				
15 Other assets (describe)				
16 Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	954,831.	927,326.	808,553.	
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.	☐		
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.	☒		
	27 Capital stock, trust principal, or current funds	954,831.	927,326.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	954,831.	927,326.	
	31 Total liabilities and net assets/fund balances (see instructions)	954,831.	927,326.	

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	954,831.
2 Enter amount from Part I, line 27a	2	-27,505.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	927,326.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	927,326.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	Publicly Traded Securities	P	Various	08/15/11
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 24,000.	0.	23,035.	965.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.	0.	0.	965.
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	965.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes☒ No

If 'Yes,' the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2010	35,530.	813,371.	0.043682
2009	36,206.	734,158.	0.049316
2008	38,306.	939,045.	0.040793
2007	69,055.	1,098,698.	0.062852
2006	49,603.	1,047,070.	0.047373

2 Total of line 1, column (d)	2	0.244016
3 Average distribution ratio for the 5-year base period — divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.048803
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	856,346.
5 Multiply line 4 by line 3	5	41,792.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	138.
7 Add lines 5 and 6	7	41,930.
8 Enter qualifying distributions from Part XII, line 4	8	40,833.

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)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	276.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	276.
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	276.
6 Credits/Payments			
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	300.	
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	300.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	24.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax	24.	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		X
If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		
c Did the foundation file Form 1120-POL for this year?		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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) See States Registered In		
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 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If 'Yes,' complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If 'Yes', attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If 'Yes', attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>John Cain</u> Located at <u>40 George Street Burlington VT</u> Telephone no <u>(802) 863-3494</u> ZIP + 4 <u>05401</u>			
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 <u>15</u> N/A			
16	At any time during calendar year 2011, 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 the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16		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
1 a 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 instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1 b	N/A
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 2011?	1 c	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years <u>20__ , 20__ , 20__ , 20__</u>	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 <u>20__ , 20__ , 20__ , 20__</u>		
3 a 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 2011 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 2011)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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 2011?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?Organizations relying on a current notice regarding disaster assistance check here ☐**5b** N/A**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

N/A

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If 'Yes' to 6b, file Form 8870

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? ☐ Yes ☒ No**7b** N/A**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Thomas J. Gauntlett 590 West Centre Avenue Portage MI 49024	President/Chair 2.00	0.	0.	0.
Courtney Buffum 7 Juniper Ridge Shelburne VT 05482	Vice President 2.00	0.	0.	0.
Patricia Motch 6 Harbor Watch Road Burlington VT 05401	Secretary 1.00	0.	0.	0.
See Information about Officers, Directors, Trustees, Etc.		0.	0.	0.

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

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

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

None

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over \$50,000 for professional services		None

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 No Direct Charitable Activities	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 None	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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

1 Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a Average monthly fair market value of securities	1a	845,656.
b Average of monthly cash balances	1b	23,731.
c Fair market value of all other assets (see instructions)	1c	0.
d Total (add lines 1a, b, and c)	1d	869,387.
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	
3 Subtract line 2 from line 1d	3	869,387.
4 Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	13,041.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	856,346.
6 Minimum investment return. Enter 5% of line 5	6	42,817.

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	42,817.
2a Tax on investment income for 2011 from Part VI, line 5	2a	276.	
b Income tax for 2011 (This does not include the tax from Part VI)	2b	0.	
c Add lines 2a and 2b	2c	276.	
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	42,541.	
4 Recoveries of amounts treated as qualifying distributions	4		
5 Add lines 3 and 4	5	42,541.	
6 Deduction from distributable amount (see instructions)	6		
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	42,541.	

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	40,833.
b Program-related investments — total from Part IX-B	1b	
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	0.
3 Amounts set aside for specific charitable projects that satisfy the		
a Suitability test (prior IRS approval required)	3a	0.
b Cash distribution test (attach the required schedule)	3b	0.
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	40,833.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	40,833.

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 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				42,541.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			37,578.	
b Total for prior years 20 __, 20 __, 20 __				
3 Excess distributions carryover, if any, to 2011				
a From 2006	0.			
b From 2007	0.			
c From 2008	0.			
d From 2009	0.			
e From 2010	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 40,833.				
a Applied to 2010, but not more than line 2a			37,578.	
b Applied to undistributed income of prior years (Election required — see instructions)				
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2011 distributable amount				3,255.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))				
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				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2010 Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				39,286.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2007	0.			
b Excess from 2008	0.			
c Excess from 2009	0.			
d Excess from 2010	0.			
e Excess from 2011	0.			

N/A

- 4942(j)(5)

- (4) Gross investment income**

[illegible]

Form 990-PF (2011)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
The Vermont Folklife Center 88 Main Street Middlebury VT 05753	N/A	509 (a) (1)	Discovering community educational program.	3,000.
Champlain College P.O. Box 670 Burlington VT 05402	N/A	509 (a) (1)	Full-time, single- mother student scholarship.	4,000.
Vermont Friends Chapter of AMBUCS 28 Adler Lane Burlington VT 05401	N/A	509 (a) (2)	Purchase AmTrykes for children with disabilities.	3,250.
Shelburne Museum P.O. Box 10 Shelburne VT 05482	N/A	509 (a) (1)	Accessible school admissions program.	2,500.
VSAVT Aha! (Adaptive Horses & Arts Program) 20 West Canal Street #7 Winooski VT 05404	N/A	509 (a) (1)	Summer, therapeutic horse riding program.	2,500.
Brain Injury Association P.O. Box 482 Waterbury VT 05676	N/A	509 (a) (1)	Sponsor Keynote Speaker and Provide Scholarships.	5,000.
Circus Smirkus One Circus Road Greensboro VT 05841	N/A	509 (a) (2)	Provide funding for professional choreographer and musical composer.	1,500.
Northeast Kingdom Youth Services 24 Bagley Street Saint Johnsbury VT 05819	N/A	509 (a) (1)	To support the Elm Street Shelter for homeless youth.	3,250.
Partners in Adventure P.O. Box 867 Shelburne VT 05482	N/A	509 (a) (1)	To support summer and winter camps.	3,000.
United Way of Chittenden County 42 Farrell Street #20 South Burlington VT 05403	N/A	509 (a) (1)	The Gretchen Fund	10,000.
Total			3a	38,000.
b Approved for future payment				
None				
Total			3b	

Name

Courtney and Victoria Buffum Family Foundation

Employer Identification Number

04-3359381

Asset Information:

Description of Property		Publicly Traded Securities	
Date Acquired	Various	How Acquired	Purchased
Date Sold	08/15/11	Name of Buyer	Unrelated Third Parties
Sales Price	24,000.	Cost or other basis (do not reduce by depreciation)	23,035.
Sales Expense	0.	Valuation Method	Cost
Total Gain (Loss)	965.	Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	
Description of Property			
Date Acquired		How Acquired	
Date Sold		Name of Buyer	
Sales Price		Cost or other basis (do not reduce by depreciation)	
Sales Expense		Valuation Method	
Total Gain (Loss)		Accumulation Depreciation	

Form 990-PF, Page 1, Part I, Line 23

Line 23 Stmt

Other expenses.	Rev/Exp Book	Net Inv Inc	Adj Net Inc	Charity Disb
Corporation Fees	365.	0.		365.
Office & Supplies	160.	80.		80.
Investment Fee	150.	150.	.	0.
Total	<u>675.</u>	<u>230.</u>		<u>445.</u>

Form 990-PF, Page 4, Part VII-A, Line 8a

States Registered InVT - VermontDE - Delaware

Form 990-PF, Page 6, Part VIII, Line 1

Information about Officers, Directors, Trustees, Etc.

(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
Person ☒ Business ☐ David R. Coates 474 Coates Island Road Colchester VT 05446	Treasurer <u>1.00</u>	0.	0.	0.
Person ☒ Business ☐ John P. Cain P.O. Box 638 Burlington VT 05402	Asst. Secretary <u>1.00</u>	0.	0.	0.

Total

0. 0. 0.

Form 990-PF, Page 1, Part I

Line 16a - Legal Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
McCormick, Fitzpatrick	Operations/Grantmaking	<u>2,086.</u>	0.		<u>2,086.</u>
Kasper & Burchard, PC	Tax & Investment Relat	<u>2,086.</u>	<u>2,086.</u>		<u>0.</u>
Total		<u>4,172.</u>	<u>2,086.</u>		<u>2,086.</u>

Form 990-PF, Page 1, Part I

Line 16b - Accounting Fees

Name of Provider	Type of Service Provided	Amount Paid Per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Wallace W Tapia, P	Tax Return Preparation	1,510.	1,208.		302.
Total		<u>1,510.</u>	<u>1,208.</u>		<u>302.</u>

Form 990-PF, Page 2, Part II, Line 10b

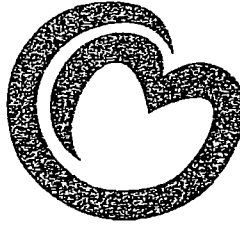
L-10b Stmt

Line 10b - Investments - Corporate Stock:	End of Year	
	Book Value	Fair Market Value
3,505sh American Funds Capital World Growth & Inc Fund Cl A	150,006.	112,569.
1,334sh American Funds Small Cap World Fund Cl A	50,005.	44,252.
1,024sh American Funds Euro Pacific Growth Fund Cl A	50,005.	35,988.
2,468sh American Funds Fundamental Investors Fund Cl A	100,006.	87,340.
7,074sh American Funds Growth Fund of America Cl A	232,960.	203,243.
1,532sh American Funds New Perspective Fund Cl A	50,005.	40,086.
5,303sh American Funds American Balanced Fund Cl A	97,311.	96,564.
842sh American Funds Capital Income Builder Fund Cl A	50,005.	41,431.
Total	<u>780,303.</u>	<u>661,473.</u>

Form 990-PF, Page 2, Part II, Line 10c

L- 10c Stmt

Line 10c - Investments - Corporate Bonds:	End of Year	
	Book Value	Fair Market Value
5,585sh American Funds Capital World Bond Fund Cl A	113,994.	114,325.
1,048sh American Funds Bond Fund of America Cl A	13,426.	13,152.
Total	<u>127,420.</u>	<u>127,477.</u>



**Courtney & Victoria Buffum
Family Foundation**

February 22, 2011

RE: Request for Grant

Dear Ms. Bien:

The directors of The Courtney and Victoria Buffum Family Foundation have preliminarily approved your grant request for \$5,000 to to try to sustain whales during the current ecological crisis. The Foundation's grant is conditioned on the satisfactory and timely submission of the guidelines that follow.

Family foundations are subject to so many federal regulations that the Foundation has been forced to adopt a more formal grantseeking application process than we have used in the past. Therefore, before you submit a request for funds, you should be aware of the following guidelines:

A. GENERAL GUIDELINES

1. No application will be considered from an organization unless the grantseeking organization has been determined to be tax exempt under Section 501(c)(3) of the Internal Revenue Code and "not a private foundation" under Section 509(a) of the Code.
2. The Foundation does not normally award grants for capital campaigns or to supplement annual campaigns for regular operations. Multiple year pledges aren't normally made unless there are compelling reasons to do so. Grants are not usually made to individuals, religious programs, scholarships, fellowships, or to fund travel.
3. The Foundation will not consider the purchase of blocks of tickets, support for benefits, solicitations from regular development campaigns or annual contribution drives. Also excluded are requests for conference and seminar expenses, projects to erect statues, memorials or the like.

February 22, 2011

Page 2

4. The Foundation does not make "pass through grants." The Foundation does not support "grassroots organizing" or demonstrations and has no emergency discretionary funds.

5. An organization which receives a grant from the Foundation is required to submit written, periodic progress reports and a completion report. The Foundation also requires the organization to execute a grant contract at the time of the award.

B. APPLICATION PROCEDURE

1. The Courtney and Victoria Buffum Family Foundation does not have a formal application for grantseekers to complete. Simply write us and tell us about the project for which you seek funds. As stated later in this letter, you should describe the scope of the project, the other sources of funding for the project and a history of your organization. Please submit one original of your organization's proposal.

2. Proposal Abstract. The proposal abstract should include a complete description of the project for which funding is sought. The proposal abstract should have the following information:

- a. The legal name, address and telephone number of the organization and the name of a representative who can be contacted by telephone.
- b. A brief description of the history of the organization including goals, purposes and significant past projects.
- c. The specific amount being requested from The Courtney and Victoria Buffum Family Foundation.
- d. A statement describing in detail the project or activities to which the requested grant money would be directed.

3. Required Documentation. It is imperative that each proposal include the following materials:

- a. A copy of the most recent letter of exemption from federal income taxes under § 501(c)(3) of the Internal Revenue Code. (If you have already submitted one, you don't need to submit another.)
- b. A copy of the form or letter from the Internal Revenue Service classifying applicant under § 509(a) of the Internal Revenue Code.

February 22, 2011

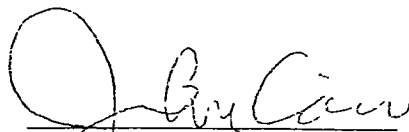
Page 3

- c. A copy of the Internal Revenue Service Form 990, **with all schedules**, for the most recent two years, if applicant is required to file Form 990.
- d. The current annual operating budget of your organization.
- e. An audited financial statement of the organization for the most recently completed fiscal year.
- f. A statement, on separate letterhead of the organization, signed by a responsible officer, director, trustee or chief executive of the organization, that the Internal Revenue Service determination letter submitted with the application has not been revoked and that the present operation of the organization and its current sources of support are not inconsistent with the organization's continuing classification as set forth in this Determination Letter.
- g. A statement, signed by a responsible officer of the organization, as to whether or not the requested grant would, if received, result in the loss of its classification as a publicly supported organization under the Internal Revenue Code.
- h. The names and the affiliations of the members of Board of Directors or Trustees responsible for the management of the requesting organization.
- i. A statement that the grant request is executed by a person authorized to submit such an application on behalf of the requesting organization.
- j. A list of other sources of funding for this project.

We request that you send us your completed application, along with the information requested above, by June 1, 2011. As soon as your documentation is complete, we will bring your request before the next Foundation's board meeting for the directors' final decision on your grant. Don't hesitate to contact me if you have any questions about the Foundation's application process.

The Courtney and Victoria Buffum Family Foundation

By:



John P. Cain
Special Counsel

JPC/llb