Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning , and ending

Name of foundation
H. A. VANCE FOUNDATION INC.
% CONIFER INVESTMENTS LTD

A Employer identification number
06-1355463

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
100 PEARL STREET

B Telephone number
(860)761-1041

City or town, state, and ZIP code
HARTFORD, CT 06103

C If exemption application is pending, 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 1. Foreign organizations, check here ☐
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, col. (c), line 16)* ▶$ 7,754,310.

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))

	Line		(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	118,270.		N/A	
	2	Check ▶ ☐ if the foundation is not required to attach Sch B				
	3	Interest on savings and temporary cash investments	54.	54.		STATEMENT 2
	4	Dividends and interest from securities	176,810.	176,810.		STATEMENT 3
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	181,492.			STATEMENT 1
	b	Gross sales price for all assets on line 6a 640,041.				
	7	Capital gain net income (from Part IV, line 2)		355,701.		
	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	476,626.	532,565.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	31,327.	0.		31,327.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees				
	b	Accounting fees STMT 4	2,000.	0.		2,000.
	c	Other professional fees STMT 5	45,651.	30,586.		15,065.
	17	Interest				
	18	Taxes STMT 6	4,904.	504.		2,706.
	19	Depreciation and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	5,476.	0.		5,476.
	22	Printing and publications				
	23	Other expenses STMT 7	6,078.	0.		6,078.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	95,436.	31,090.		62,652.
	25	Contributions, gifts, grants paid	299,950.			299,950.
	26	**Total expenses and disbursements.** Add lines 24 and 25	395,386.	31,090.		362,602.
	27	Subtract line 26 from line 12				
	a	Excess of revenue over expenses and disbursements	81,240.			
	b	**Net investment income** (if negative, enter -0-)		501,475.		
	c	**Adjusted net income** (if negative, enter -0-)			N/A	

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	708,479.	342,561.	342,561.
	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 8	3,071,504.	3,474,109.	4,666,956.
	c	Investments - corporate bonds STMT 9	1,509,685.	1,532,924.	1,645,085.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	903,778.	925,092.	1,099,708.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers)	6,193,446.	6,274,686.	7,754,310.
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 ▶ [X] **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	1,983,307.	1,983,307.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	4,210,139.	4,291,379.	
	30	**Total net assets or fund balances**	6,193,446.	6,274,686.	
	31	**Total liabilities and net assets/fund balances**	6,193,446.	6,274,686.	

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	6,193,446.
2	Enter amount from Part I, line 27a	2	81,240.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	6,274,686.
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	6,274,686.

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				
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	640,041.		284,340.	355,701.
b				
c				
d				
e				

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) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				355,701.
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** 355,701.

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))
2010	342,154.	7,195,724.	.047550
2009	348,179.	6,466,454.	.053844
2008	378,278.	7,524,264.	.050274
2007	355,262.	7,979,189.	.044524
2006	313,954.	7,251,599.	.043294

2	**Total** of line 1, column (d)	2	.239486
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	.047897
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	8,098,137.
5	Multiply line 4 by line 3	5	387,876.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,015.
7	Add lines 5 and 6	7	392,891.
8	Enter qualifying distributions from Part XII, line 4	8	362,602.

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) 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)		1	10,030.
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	10,030.
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	10,030.
6 Credits/Payments.			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a		
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	0.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached		8	96.
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	10,126.
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 2012 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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		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?	1c		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? N/A	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 2011 or the taxable year beginning in 2011 (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 STMT 11	10	X	

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ H. ALEX VANCE, JR. Telephone no ▶ (860) 761-1041
Located at ▶ 100 PEARL ST, HARTFORD, CT ZIP+4 ▶ 06103

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

			Yes	No
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?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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?	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 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ 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 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.)* N/A	3b		
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 2011?	4b		X

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
SEE STATEMENT 12		31,327.	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

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.

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	7,667,574.
b	Average of monthly cash balances	1b	553,885.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	8,221,459.
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	8,221,459.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	123,322.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,098,137.
6	**Minimum investment return.** Enter 5% of line 5	6	404,907.

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	404,907.
2a	Tax on investment income for 2011 from Part VI, line 5 — 2a: 10,030.		
b	Income tax for 2011 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	10,030.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	394,877.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	394,877.
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	394,877.

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	362,602.
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	362,602.
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	362,602.

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				394,877.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			329,341.	
b Total for prior years ____, ____, ____		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4. ▶ $ 362,602.				
a Applied to 2010, but not more than line 2a			329,341.	
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 2011 distributable amount				33,261.
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).)	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 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				361,616.
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 2006 not applied on line 5 or line 7	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				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling ▶

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

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2).)

H. ALEX VANCE, JR.

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number of the person to whom applications should be addressed

b The form in which applications should be submitted and information and materials they should include

c Any submission deadlines

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE STATEMENT #13				299,950.
Total			▶ 3a	299,950.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	54.	
4 Dividends and interest from securities			14	176,810.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	181,492.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		358,356.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 358,356.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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) is based on all information of which preparer has any knowledge

Signature of officer or trustee: HAVance | Date: 5/14/12 | Title: President

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
NEWTON BUCKNER III CPA		5-9-12		P00028963

Firm's name ▶ WHITTLESEY & HADLEY, P.C. — Firm's EIN ▶ 06-0903326

Firm's address ▶ 147 CHARTER OAK AVE. HARTFORD, CT 06106-5100 — Phone no 860-524-4471

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2011

Name of the organization
H. A. VANCE FOUNDATION INC.
% CONIFER INVESTMENTS LTD

Employer identification number
06-1355463

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year. ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
H. A. VANCE FOUNDATION INC. % CONIFER INVESTMENTS LTD	06-1355463

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	H. ALEX VANCE, JR. C/O CONIFER INVSTMTS, LTD. 100 PEARL STREET HARTFORD, CT 06103	$ 68,340.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
2	H. ALEX VANCE, JR. C/O CONIFER INVSTMTS, LTD. 100 PEARL STREET HARTFORD, CT 06103	$ 12,130.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
3	H. ALEX VANCE, JR. C/O CONIFER INVSTMTS, LTD. 100 PEARL STREET HARTFORD, CT 06103	$ 37,800.	Person [ ] Payroll [ ] Noncash [X] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II if there is a noncash contribution.)

Name of organization: H. A. VANCE FOUNDATION INC. % CONIFER INVESTMENTS LTD

Employer identification number: 06-1355463

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	400 SHS CONOCOPHILLIPS	$ 68,340.	10/17/11
2	250 SHS INNOPHOS HOLDINGS	$ 12,130.	12/19/11
3	1000 SHS WILLIS GROUP HOLDINGS	$ 37,800.	12/19/11
		$	
		$	
		$	

Name of organization: H. A. VANCE FOUNDATION INC. % CONIFER INVESTMENTS LTD

Employer identification number: 06-1355463

Part III *Exclusively* religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of $1,000 or less for the year (Enter this information once.) ▶ $
Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES	PURCHASED		

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
640,041.	458,549.	0.	0.	181,492.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	181,492.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
SCHWAB INTEREST	54.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	54.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
SCHWAB INVESTMENTS	176,810.	0.	176,810.
TOTAL TO FM 990-PF, PART I, LN 4	176,810.	0.	176,810.

Conifer Investments Ltd.

PORTFOLIO APPRAISAL - SETTLED TRADES

H.A. Vance Foundation, Inc.

Form 990 PF 2011

EIN 06-1355463

December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
CASH AND EQUIVALENTS							
	Schwab Adv Cash Res Fund Pr		342,560 62		342,560 62	4 4	0 0
			342,560 62		342,560 62	4 4	0 0
U.S. COMMON STOCK							
2,000	3M Company	42 95	85,904 95	81 73	163,460 00	2 1	2 7
1,100	Ace Ltd	49 36	54,292 45	70 12	77,132 00	1 0	2 0
1,741	Agilent Technologies	18 04	31,410 22	34 93	60,813 13	0 8	0 0
1,200	Alliant Techsystems Inc	48 22	57,862 44	57 16	68,592 00	0 9	1 4
1,600	Aon Corp	39 06	62,488 95	46 80	74,880 00	1 0	1 3
2,300	Apache Corp	38 90	89,462 05	90 58	208,334 00	2 7	0 7
2,200	Baxter Intl Inc	34 98	76,959 40	49 48	108,856 00	1 4	2 7
1,000	Berkshire Hathaway	27 71	27,713 33	76 30	76,300 00	1 0	0 0
2,000	Coca Cola Company	45 01	90,023 62	69 97	139,940 00	1 8	2 7
1,200	Colgate-Palmolive Co	45 26	54,309 95	92 39	110,868 00	1 4	2 5
2,000	ConocoPhillips	39 22	78,434 95	72 87	145,740 00	1 9	3 6
1,500	Consol Energy Inc	28 56	42,838 36	36 70	55,050 00	0 7	1 4
2,200	Disney Walt Co	34 83	76,634 95	37 50	82,500 00	1 1	1 6
1,200	Dun & Bradstreet	25 53	30,634 03	74 83	89,796 00	1 2	1 9
1,800	Freeport-McMoran	54 94	98,888 30	36 79	66,222 00	0 9	2 7
5,500	General Electric Co	24 29	133,589 75	17 91	98,505 00	1 3	3 8
140	Google Inc	466 06	65,248 25	645 90	90,426 00	1 2	0 0
1,500	Hospira	25 61	38,422 50	30 37	45,555 00	0 6	0 0
3,200	Intel Corp	20 44	65,411 99	24 25	77,600 00	1 0	3 5
2,291	JP Morgan Chase & Co	20 07	45,983 57	33 25	76,175 75	1 0	3 0
2,500	Johnson & Johnson	10 61	26,513 32	65 58	163,950 00	2 1	3 5
6,450	Liberty Media Hldg	2 30	14,844 26	16 21	104,586 75	1 3	0 0
1,200	McDonalds Corp	54 77	65,718 55	100 33	120,396 00	1 6	2 8
852	Medcohealth Solutions	13 73	11,699 55	55 90	47,626 80	0 6	0 0
4,500	Microsoft Corp	28 47	128,126 56	25 96	116,820 00	1 5	3 1
2,600	Northern Trust Corp	46 07	119,772 17	39 66	103,116 00	1 3	2 8
1,400	Peabody Energy Corp	21 32	29,844 22	33 11	46,354 00	0 6	1 0
2,000	Pepsico Incorporated	30 37	60,739 96	66 35	132,700 00	1 7	3 1
3,000	Pfizer Inc	16 91	50,738 95	21 64	64,920 00	0 8	3 7
1,500	Procter & Gamble	61 53	92,289 95	66 71	100,065 00	1 3	3 1
2,654	Verizon Comm	28 31	75,144 57	40 12	106,478 48	1 4	5 0
1,100	Wal-Mart Stores Inc	50 02	55,019 25	59 76	65,736 00	0 8	2 4
7,500	Xerox Corp	7 91	59,326 45	7 96	59,700 00	0 8	2 1
2,000	Yum Brands Inc	34 98	69,960 00	59 01	118,020 00	1 5	1 9
			2,166,251 79		3,267,213 91	42 1	2 3
DOMESTIC STOCK FUNDS							
5,000 000	SPDR Bank ETF	24 88	124,376 73	19 83	99,150 00	1 3	1 4
			124,376 73		99,150 00	1 3	1 4
INTERNATIONAL STOCK FUNDS							
9,162 655	American Beacon Intl	16 46	150,818 52	13 90	127,360 90	1 6	2 2
4,047 292	Harbor Intl Fund Inst	38 10	154,207 44	52 45	212,280 47	2 7	1 6
4,258 000	Mrgn Stnly Asia Pac Fd	10 95	46,625 47	13 10	55,779 80	0 7	2 1
3,144 709	Scout Intl Fund	32 05	100,779 90	27 97	87,957 51	1 1	1 7
5,400 000	Vanguard Emerg Mkts	42 22	227,963 41	38 21	206,334 00	2 7	2 1
1,600 000	Vanguard Pacific	54 33	86,926 42	47 59	76,144 00	1 0	4 5
1,600 000	iShares FTSE China	40 26	64,416 12	34 87	55,792 00	0 7	2 6
2,000 000	iShares MSCI Korea I	26 15	52,309 95	52 26	104,520 00	1 3	1 0
7,000 000	iShares MSCI Taiwan	13 49	94,417 90	11 71	81,970 00	1 1	2 5
			978,465 13		1,008,138 68	13 0	2 1
INTERNATIONAL COMMON STOCK							
1,000	Anheuser Busch	56 66	56,656 95	60 99	60,990 00	0 8	1 6
3,500	Barrick Gold Corp	29 54	103,388 00	45 25	158,375 00	2 0	1 3
1,000	Royal Dutch Shell	44 97	44,969 95	73 09	73,090 00	0 9	4 7
			205,014 90		292,455 00	3 8	2 2

Conifer Investments Ltd.

PORTFOLIO APPRAISAL - SETTLED TRADES

H.A. Vance Foundation, Inc.

Form 990 PF 2011

EIN 06-1355463

December 31, 2011

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
REAL ASSETS							
1,800	Market Vectors Gold	54 10	97,371 40	51 43	92,574 00	1 2	0 7
2,600	SPDR Gold Trust	75 84	197,174 15	151 99	395,174 00	5 1	0 0
			294,545 55		487,748 00	6 3	0 1
REITS							
4,170	Kımco Realty Corp	10 04	41,858 07	16 24	67,720 80	0 9	4 7
3,832	Rayonıer Inc	12 86	49,290 35	44 63	171,022 16	2 2	3 6
500,000	T A Realty Fund VIII	1 00	500,000 00	0 68	338,402 00	4 4	2 0
1,500	Wısdomtree Trust Intl	26 27	39,398 51	23 21	34,815 00	0 4	5 4
			630,546 93		611,959 96	7 9	2 9
TAXABLE FIXED INCOME FUNDS							
7,756 262	Calamos Convertıble A	14 79	114,752 42	17 11	132,709 64	1 7	1 3
25,061 292	Fıdelıty Floatıng Hıgh	8 07	202,213 31	9 64	241,590 85	3 1	3 4
24,385 529	Pımco Emerg Bond	11 06	269,794 45	10 05	245,074 57	3 2	7 6
2,000 000	TIPS IShares	102 24	204,489 90	116 69	233,380 00	3 0	4 2
20,000 000	Templ Global Inc Fd	8 07	161,428 00	9 45	189,000 00	2 4	5 7
2,000 000	Vngd ST Bond ETF	79 82	159,635 05	80 84	161,680 00	2 1	0 9
40,742 577	Vngd ST Fed Fund	10 32	420,610 50	10 84	441,649 53	5 7	0 6
			1,532,923 63		1,645,084 60	21 2	3 2
TOTAL PORTFOLIO			**6,274,685.28**		**7,754,310.77**	**100.0**	**2.3**

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	2,000.	0.		2,000.
TO FORM 990-PF, PG 1, LN 16B	2,000.	0.		2,000.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEE	45,651.	30,586.		15,065.
TO FORM 990-PF, PG 1, LN 16C	45,651.	30,586.		15,065.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	504.	504.		0.
PAYROLL TAXES	2,706.	0.		2,706.
EXCISE TAX	1,694.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,904.	504.		2,706.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ASSOCIATION MEMBERSHIPS	4,000.	0.		4,000.
OFFICE EXPENSE	2,078.	0.		2,078.
TO FORM 990-PF, PG 1, LN 23	6,078.	0.		6,078.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
EQUITIES	3,474,109.	4,666,956.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,474,109.	4,666,956.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIXED INCOME	1,532,924.	1,645,085.
TOTAL TO FORM 990-PF, PART II, LINE 10C	1,532,924.	1,645,085.

FORM 990-PF OTHER INVESTMENTS STATEMENT 10

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER	COST	925,092.	1,099,708.
TOTAL TO FORM 990-PF, PART II, LINE 13		925,092.	1,099,708.

FORM 990-PF LIST OF SUBSTANTIAL CONTRIBUTORS STATEMENT 11
PART VII-A, LINE 10

NAME OF CONTRIBUTOR	ADDRESS
H. ALEX VANCE, JR.	C/O CONIFER INVESTMENT,LTD 100 PEARL ST HARTFORD, CT 06103

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 12
TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
H. ALEX VANCE, JR. CONIFER INV., LTD. 100 PEARL STREET HARTFORD, CT 06103	PRESIDENT 4.00	0.	0.	0.
WILLIAM C. VANCE VANCE PUBLISHING CORP., P.O. BOX 1400 LINCOLNSHIRE, IL 60069	VICE-PRESIDENT 1.00	0.	0.	0.
COLEMAN H. CASEY, ESQ. SHIPMAN & GOODWIN, ONE CONSTITUTION PLAZA HARTFORD, CT 06103	SECRETARY 1.00	0.	0.	0.
DAVID W. PARMELEE 134 RICHMOND LANE WEST HARTFORD, CT 06117	TREASURER 1.00	0.	0.	0.
ALISON V. SCHERER CONIFER INV., LTD. 100 PEARL STREET HARTFORD, CT 06103	EXECUTIVE DIRECTOR 2.00	0.	0.	0.
NANCY C. RION CONIFER INV., LTD. 100 PEARL STREET HARTFORD, CT 06103	PROGRAM OFFICER 20.00	31,327.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		31,327.	0.	0.

Statement # 13

H.A. Vance Foundation
EIN 06-1355463
Form 990PF, Part XV, Line 3
Grants Awarded and Disbursed in 2011

Recipient Name	*Recipient Status*	*Purpose of Grant*	*Amount ($)*
Achieve Hartford! *New Haven, CT*	501(c)(3)	Funding to support staffing and publication of *Education Matters*	25,000
Achievement First *New Haven, CT*	501(c)(3)	Funding to support Digital Learning Pilot in seven classrooms in New Haven	50,000
Achievement First *New Haven, CT*	501(c)(3)	Planning grant toward pre-opening expenses of new Achievement First Hartford High School	30,000
ConnCAN *New Haven, CT*	501(c)(3)	Operating grant for research, policy, communication and advocacy expenses	25,000
ConnCAN *New Haven, CT*	501(c)(3)	Funding to support hiring consultant and preparation of Educator Evaluation Fact Sheet	25,000
CT Assn of Public School Superintendents *Hartford, CT*	501(c)(3)	Program grant to support a CAPSS Digital Learning Conference	20,000
Hartford Public Schools *Hartford, CT*	501(c)(3)	Support of participation by Annie Fisher STEM Magnet School in the Student Spaceflight Experiments Program	19,950
Jumoke Academy *Hartford, CT*	501(c)(3)	Planning grant toward project management costs of opening new Hartford Conservatory Jumoke Academy	35,000
Our Piece of the Pie *Hartford, CT*	501(c)(3)	Operating grant to support the expansion of Education Services in the Pathways to Success program	15,000
Teach for America *New Haven, CT*	501(c)(3)	Operating grant for recruiting, training and support of Hartford teachers	30,000
Univ of Chicago Urban Education Institute *Chicago, IL*	501(c)(3)	Funding to support expansion of the college readiness program in the University of Chicago Charter Schools	25,000
			299,950