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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

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation NORTHEAST UTILITIES FOUNDATION, INC. C/O SHIRLEY M. PAYNE		A Employer identification number 06-1527290
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 270	Room/suite	B Telephone number 860-665-2333
City or town, state, and ZIP code HARTFORD, CT 06141-0270		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 20,372,619.	J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received					
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		410.	410.		STATEMENT 1
4 Dividends and interest from securities		318,990.	318,990.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		204,185.			
b Gross sales price for all assets on line 6a	4,335,566.				
7 Capital gain net income (from Part IV, line 2)			204,185.		
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		523,585.	523,585.	0.	
Total. Add lines 1 through 11					
13 Compensation of officers, directors, trustees, etc		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans; employee benefits					
16a Legal fees					
b Accounting fees					
c Other professional fees	STMT 3	12,581.	12,581.	0.	0.
17 Interest					
18 Taxes	STMT 4	11,981.	11,981.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses	STMT 5	5,753.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		30,315.	24,562.	0.	0.
25 Contributions, gifts, grants paid		1,741,988.			2,042,200.
26 Total expenses and disbursements. Add lines 24 and 25		1,772,303.	24,562.	0.	2,042,200.
27 Subtract line 26 from line 12		-1,248,718.			
a Excess of revenue over expenses and disbursements			499,023.		
b Net investment income (if negative, enter -0-)				0.	
c Adjusted net income (if negative, enter -0-)					

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		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	428,694.	731,761.	731,761.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶	1,000,000.		
	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			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 6	20,362,471.	19,280,812.	19,640,858.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers)	21,791,165.	20,012,573.	20,372,619.
	17 Accounts payable and accrued expenses			
	18 Grants payable	1,944,670.	1,502,970.	
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	1,944,670.	1,502,970.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input checked="" type="checkbox"/> X and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted	19,846,495.	18,509,603.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
30 Total net assets or fund balances	19,846,495.	18,509,603.		
31 Total liabilities and net assets/fund balances	21,791,165.	20,012,573.		

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)	19,846,495.
2 Enter amount from Part I, line 27a	-1,248,718.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	18,597,777.
5 Decreases not included in line 2 (itemize) ▶ BOOK/TAX GAIN/LOSS DIFFERENCE	88,174.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	18,509,603.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a BANK OF AMERICA INVESTMENT ACCOUNT	P	VARIOUS	VARIOUS
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 4,335,566.		4,131,381.	204,185.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			204,185.
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	204,185.
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	2,229,253.	22,659,211.	.098382
2009	1,202,776.	20,209,890.	.059514
2008	1,103,335.	23,032,557.	.047903
2007	946,985.	27,547,725.	.034376
2006	1,204,565.	14,151,133.	.085121

2 Total of line 1, column (d)	2	.325296
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	.065059
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	21,976,289.
5 Multiply line 4 by line 3	5	1,429,755.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,990.
7 Add lines 5 and 6	7	1,434,745.
8 Enter qualifying distributions from Part XII, line 4	8	2,042,200.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	4,990.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0.
3	Add lines 1 and 2	3	4,990.
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	4,990.
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,286.
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	5,286.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	296.
11	Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 296. Refunded <input checked="" type="checkbox"/>	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation 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 ► WWW.NORTHEASTUTILITIESFOUNDATION.ORG	13	X	
14	The books are in care of ► JAY S. BUTH Telephone no ► 860-728-4670 Located at ► 56 PROSPECT STREET, HARTFORD, CT ZIP+4 ► 06103-2818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 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 ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 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
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

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

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

X

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 7		0.	0.	0.

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

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

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

0

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

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

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

0

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

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

	Expenses
1 AMERICAN RED CROSS- CIVIC AND COMMUNITY GRANT	
	1,000,000.
2 BERKSHIRE COMMUNITY COLLEGE - CIVIC AND COMMUNITY GRANT	
	148,700.
3 UNIVERSITY OF CONNECTICUT - CIVIC AND COMMUNITY GRANT	
	100,000.
4 CONNECTICUT CENTER FOR SCIENCE AND EXPLORATION - CIVIC AND COMMUNITY GRANT	
	185,000.

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

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

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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	21,230,725.
b	Average of monthly cash balances	1b	580,228.
c	Fair market value of all other assets	1c	500,000.
d	Total (add lines 1a, b, and c)	1d	22,310,953.
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	22,310,953.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	334,664.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	21,976,289.
6	Minimum investment return. Enter 5% of line 5	6	1,098,814.

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

1	Minimum investment return from Part X, line 6	1	1,098,814.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	4,990.
b	Income tax for 2011 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	4,990.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,093,824.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,093,824.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,093,824.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,042,200.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,042,200.
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	4,990.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,037,210.

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

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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				1,093,824.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2011				
a From 2006	498,007.			
b From 2007				
c From 2008				
d From 2009	198,071.			
e From 2010	1,101,006.			
f Total of lines 3a through e	1,797,084.			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$	2,042,200.			
a Applied to 2010, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				1,093,824.
e Remaining amount distributed out of corpus	948,376.			
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:	2,745,460.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	498,007.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	2,247,453.			
10 Analysis of line 9				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009	198,071.			
d Excess from 2010	1,101,006.			
e Excess from 2011	948,376.			

Form 990-PF (2011)

06-1527290

Page 10

N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- #### b 85% of line 2a

- d** Amounts included in line 2c not used directly for active conduct of exempt activities

- Subtract line 2d from line 2c

- 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).)

NONE

- 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

SEE STATEMENT 8

- 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**

<div>Recipient</div> <div>Name and address (home or business)</div>	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 9	See Statement 9	See Statement 9	See Statement 9	2,042,200.
Total			3a	2,042,200.
b Approved for future payment				
SEE STATEMENT 10	See Statement 10	See State- ment 10	See Statement 10	1,502,970.
Total			3b	1,502,970.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
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	410.	
4 Dividends and interest from securities			14	318,990.	
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					204,185.
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.		319,400.	204,185.
13 Total. Add line 12, columns (b), (d), and (e)				13	523,585.

(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).

N/A

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

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

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule

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

**Sign
Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

May the IRS discuss this return with the preparer shown below (see instr)?

☐ Yes ☒ No

Signature of officer or trustee

Date _____

► **TREASURER**

Title

Print/Type preparer's name

Preparer's signature _____

Date

Check ☐
self-employed

PTIN

**Paid
Preparer
Use Only**

EDWARD G. SULLIVAN

Firm's name ► WHITTLESEY & HADLEY, P.C.

Firm's address ► 147 CHARTER OAK AVENUE
HARTFORD, CT 06106

Firm's EIN ▶ 06-0903326

Phone no 860-522-3111

Form **990-PF** (2011)



Northeast Utilities Foundation

Contact Us



The Energy To Make a Difference

How We Do It

► Do I Qualify?

► Funding Details

Foundation News

The NU Foundation has awarded a three-year, \$175,000 grant to Project Opening Doors to support student competitiveness and achievement in Advanced Placement programs for college

[View More >](#)

How the Foundation Carries Out its Grant Making

The Foundation supports larger initiatives that touch one or more of the states in NU's service territory, with a specific focus on economic and community development, workforce development, and the environment. The Foundation carries out its grant making in one of two ways:

We request proposals from organizations with which we have been in contact.

We send out occasional requests for proposals that address a specific issue or area of interest.

[Who We Are](#) | [What We Fund](#) | [How We Fund](#) | [News and Press](#) | [Contact Information](#)

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The Energy To Make a Difference

How We Do It

► Do I Qualify?

► Featured Partners

Foundation News

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Focus Areas for Northeast Utilities Foundation Grants

The Northeast Utilities Foundation invests almost exclusively in projects that address the issues of economic and community development, workforce development, and environmental stewardship

A more focused grant making approach allows the Foundation to make targeted investments in projects that improve the quality of life in the communities where our customers and employees are located

The NU Foundation will invest primarily in projects that address the following issues:

Economic & Community Development

Special emphasis on:

- New job creation
- Small business development
- Smart growth

Workforce Development

Special emphasis on:

- Training and education

Environmental Leadership & Stewardship

Special emphasis on:

- Protecting, preserving, or improving the environment, natural habitats and biological diversity
- Renewable energy
- Energy efficiency

When evaluating potential partners, we take into account the following criteria:

- Objectives that fit within our priority areas
- Potential impact on the community
- A focus on benefits to our region
- Potential for employee participation
- Demonstrated leadership and effectiveness



Northeast Utilities Foundation

Contact Us



The Energy To Make a Difference

How We Do It

► Do I Qualify?

► Featured For the

Foundation News

The NU Foundation has awarded a three-year, \$175,000 grant to Project Opening Doors to support student competitiveness and achievement in Advanced Placement programs for college
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Who Does Not Qualify For A Grant

Foundation investments are not provided to:

Individuals

Corporations that do not qualify as charitable organizations as defined by the Internal Revenue Code

Projects benefiting limited groups (religious, fraternal, political)

Private foundations or endowments

Reducing or eliminating a pre-existing debt

Athletic outings

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The Energy To Make a Difference

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► Featured Projects

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Where to Submit Proposals

All inquiries and proposals for the Foundation should be submitted to the appropriate state representative, as follows:

In Connecticut:

Lindsay Parke

Community Relations

Connecticut Light & Power

P.O. Box 270

Hartford, CT 06141-0270

Telephone: (860) 665-3306

Fax: (860) 665-5755

[Website](#)

[Email](#)

In Western Massachusetts:

Edgar Alejandro

Economic and Community Development

Western Massachusetts Electric Company

P.O. Box 2010

West Springfield, MA 01090-2010

Telephone: (413) 785-5871

Fax: (413) 787-9289, ext. 2289

[Website](#)

[Email](#)

In New Hampshire:

Paulette Faggiano

Communications & Public Affairs

Public Service of New Hampshire

P.O. Box 330

Manchester, NH 03105-0330

Telephone: (603) 634-3386

Fax: (603) 634-2367

[Website](#)

[Email](#)



Northeast Utilities Foundation

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The Energy To Make a Difference



► Do I Qualify?

► Featured Partner

Foundation News

The NU Foundation has awarded a three-year, \$175,000 grant to Project Opening Doors to support student competitiveness and achievement in Advanced Placement programs for college

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Contact Information

For more information on the Northeast Utilities Foundation, please contact:

Shirley M. Payne
President, Executive Director
Northeast Utilities Foundation
P.O. Box 270
Hartford, CT 06141-0270
Voicemail: (888) 682-4639 (toll free)
(860) 665-2333 (local)

[Email](#)

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Foundation News

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Local Community Investments

At the local level, the companies owned and operated by Northeast Utilities in Connecticut, western Massachusetts, and New Hampshire also provide grants to nonprofit organizations working within their service territories. The decision-making for these local grants and sponsorships is driven by the leadership of the local operating companies.

For more information about grants available through NU's local operating companies, please contact your local administrator:

In Connecticut:

Lindsay Parke

Community Relations

Connecticut Light & Power

P.O. Box 270

Hartford, CT 06141-0270

Telephone: (860) 665-3306

Fax: (860) 665-5755

[Website](#)

[Email](#)

In Western Massachusetts:

Edgar Alejandro

Economic and Community Development

Western Massachusetts Electric Company

P.O. Box 2010

West Springfield, MA 01090-2010

Telephone: (413) 785-5871

Fax: (413) 787-9289, ext. 2289

[Website](#)

[Email](#)

In New Hampshire:

Paulette Faggiano

Communications & Public Affairs

Public Service of New Hampshire

P.O. Box 330

Manchester, NH 03105-0330

Telephone: (603) 634-3386

Fax: (603) 634-2367

Northeast Utilities Foundation
Form 990 PF-2011
Statement 9

Grants Paid During the year

CT Center for Science & Exploration ¹	125,000
CT Center for Science & Exploration (Nature Unleashed)	60,000
For Inspiration & Recognition of Science & Technology	100,000
Naugatuck Valley Community College Grant 1	10,000
Naugatuck Valley Community College Grant 2	22,000
Naugatuck Valley Community College Grant 3	14,000
Berkshire Community College Grant*	148,700
Stepping Stones Museum for Children	100,000
Achievement First	25,000
Junior Achievement of Southwest New England	20,000
Greater Hartford Chamber of Commerce Fdn (Grad!CT)	20,000
Project Opening Doors	100,000
Sons & Daughters Scholarships Awarded	100,000
University of Connecticut	100,000
University of New Haven	25,000
Greater Hartford Arts Council (Neighborhood Studios)	15,000
Mount Washington Observatory Inc	25,000
New Britain Museum of American Art	15,000
The Childrens Museum	17,500
American Red Cross	1,000,000
	<hr/>
	2,042,200
	<hr/>

Northeast Utilities Foundation
Form 990 PF-2011
Statement 10

Grants approved for future payment

	Balance
CT Center for Science & Exploration ¹	500,000
CT Center for Science & Exploration (Nature Unleashed)	60,000
For Inspiration & Recognition of Science & Technology	100,000
Naugatuck Valley Community College Grant 2	10,000
Naugatuck Valley Community College Grant 3	14,000
Berkshire Community College Grant*	23,970
Achievement First	25,000
Junior Achievement of Southwest New England	20,000
Greater Hartford Chamber of Commerce Fdn (Grad!CT)	20,000
Project Opening Doors	75,000
Sons & Daughters Scholarships Awarded	250,000
University of Connecticut	300,000
Greater Hartford Arts Council (Neighborhood Studios)	15,000
Mount Washington Observatory Inc	50,000
New Britain Museum of American Art	15,000
The Childrens Museum	25,000

1,502,970

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BLACKROCK PROVIDENT INST. FUNDS	410.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	410.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BANK OF AMERICA COMBINED ACCOUNT	318,990.	0.	318,990.
TOTAL TO FM 990-PF, PART I, LN 4	318,990.	0.	318,990.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNT MANAGEMENT FEES	12,581.	12,581.	0.	0.
TO FORM 990-PF, PG 1, LN 16C	12,581.	12,581.	0.	0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	11,981.	11,981.	0.	0.
TO FORM 990-PF, PG 1, LN 18	11,981.	11,981.	0.	0.

FORM 990-PF	OTHER EXPENSES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
OTHER EXPENSES	5,753.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	5,753.	0.	0.	0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	6
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
BANK OF AMERICA MUTUAL FUNDS	COST	19,280,812.	19,640,858.	
TOTAL TO FORM 990-PF, PART II, LINE 13		19,280,812.	19,640,858.	

FORM 990-PF

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

STATEMENT 7

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CHARLES W. SHIVERY 56 PROSPECT STREET HARTFORD, CT 06103	CHAIRMAN 2.00	0.	0.	0.
SHIRLEY M. PAYNE 107 SELDEN STREET BERLIN, CT 06037	SECRETARY, PRESIDENT & EXE 15.00	0.	0.	0.
O. KAY COMENDUL 56 PROSPECT STREET HARTFORD, CT 06103	ASSISTANT SECRETARY 2.00	0.	0.	0.
JAMES J. JUDGE 56 PROSPECT STREET HARTFORD, CT 06103	TREASURER 2.00	0.	0.	0.
GREGORY B. BUTLER 56 PROSPECT STREET HARTFORD, CT 06103	DIRECTOR 2.00	0.	0.	0.
CHRISTINE M. CARMODY 56 PROSPECT STREET HARTFORD, CT 06103	DIRECTOR 2.00	0.	0.	0.
PETER J. CLARKE 1 FEDERAL STREET, STE 111-4 SPRINGFIELD, MA 01105	DIRECTOR 2.00	0.	0.	0.
GARY LONG 107 SELDEN STREET BERLIN, CT 06037	DIRECTOR 2.00	0.	0.	0.
DAVID R. MCHALE 56 PROSPECT STREET HARTFORD, CT 06103	DIRECTOR 2.00	0.	0.	0.
LEON J. OLIVER 107 SELDEN STREET BERLIN, CT 06037	DIRECTOR 2.00	0.	0.	0.
RODNEY O. POWELL 107 SELDEN STREET BERLIN, CT 06037	DIRECTOR 2.00	0.	0.	0.

THOMAS J. MAY	DIRECTOR			
56 PROSPECT STREET	2.00	0.	0.	0.
HARTFORD, CT 06103				
JOSEPH R. NOLAN	DIRECTOR			
56 PROSPECT STREET	2.00	0.	0.	0.
HARTFORD, CT 06103				
WERNER SCHWEIGER	DIRECTOR			
56 PROSPECT STREET	2.00	0.	0.	0.
HARTFORD, CT 06103				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.	0.	0.
----	----	----

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT	8
	PART XV, LINES 2A THROUGH 2D		

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LINDSAY PARKE
107 SELDEN STREET
BERLIN, CT 06037

TELEPHONE NUMBER

(860) 665-3306

NAME OF GRANT PROGRAM

ECONOMIC & COMMUNITY DEVELOPMENT, WORKFORCE DEVELOPMENT
AND ENVIRONMENTAL

FORM AND CONTENT OF APPLICATIONS

A WRITTEN FOUNDATION REQUEST FOR FUNDING PLUS ALL REQUIRED ATTACHMENTS (SEE
ATTACHMENT)

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

SEE ATTACHMENT - NEW HAMPSHIRE, MASSACHUSETTS AND CONNECTICUT

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

EDGAR ALEJANDRO
PO BOX 2010
WEST SPRINGFIELD, MA 01090

<u>TELEPHONE NUMBER</u>	<u>NAME OF GRANT PROGRAM</u>
(413) 785-5871	LEADERSHIP & STEWARDSHIP

FORM AND CONTENT OF APPLICATIONS

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

PAULETTE FAGGIANO
PO BOX 330
MANCHESTER , NH 03105

TELEPHONE NUMBER

(603) 634-2367

FORM AND CONTENT OF APPLICATIONS

ANY SUBMISSION DEADLINES

RESTRICTIONS AND LIMITATIONS ON AWARDS

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions NORTHEAST UTILITIES FOUNDATION, INC.	Employer identification number (EIN) or
	C/O SHIRLEY M. PAYNE	<input checked="" type="checkbox"/> 06-1527290
	Number, street, and room or suite no. If a P.O. box, see instructions. C/O WHITTLESEY & HADLEY, P.C. - 147 CHARTER OAK AV	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. HARTFORD, CT 06106	

Enter the Return code for the return that this application is for (file a separate application for each return)

0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990	01		
Form 990-BL	02	Form 1041-A	08
Form 990-EZ	01	Form 4720	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

JAY S. BUTH

- The books are in the care of **▶ 56 PROSPECT STREET - HARTFORD, CT 06103-2818**

Telephone No. **▶ 860-728-4670**

FAX No. **▶**

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) **▶**. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**

5 For calendar year **2011**, or other tax year beginning **▶**, and ending **▶**.

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO PREPARE A PROPER AND ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	17,286.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	17,286.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **▶**

Title **▶ TREASURER**

Date **▶**

Form **8868** (Rev. 1-2012)