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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 01-01-2011 , and ending 12-31-2011

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☐ Address change

☐ Name change

Name of foundation
SBM CHARITABLE FOUNDATION INC

A Employer identification number
06-1574365

Number and street (or P O box number if mail is not delivered to street address)
935 MAIN STREET LEVEL C NO B-101

Room/suite

B Telephone number (see page 10 of the instructions)
(860) 533-0355

City or town, state, and ZIP code
MANCHESTER, CT 06040

C If exemption application is pending, check here ☐

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 35,908,494

J Accounting method ☐ Cash ☒ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

E If private foundation status was terminated under section 507(b)(1)(A), check here ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	647,093	647,093		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	310,800			
	b Gross sales price for all assets on line 6a 7,613,887				
	7 Capital gain net income (from Part IV, line 2)		310,800		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	957,893	957,893		
	13 Compensation of officers, directors, trustees, etc	73,572	0		73,572
	14 Other employee salaries and wages	95,280	0		95,164
	15 Pension plans, employee benefits	50,343	0		41,215
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	 14,950	0		14,600
	c Other professional fees (attach schedule)	 3,949	0		3,949
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	 8,258	0		0
	19 Depreciation (attach schedule) and depletion	 7,093	0		
	20 Occupancy	8,200	0		8,200
	21 Travel, conferences, and meetings	799	0		799
	22 Printing and publications				
	23 Other expenses (attach schedule).	 161,988	132,080		29,908
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	424,432	132,080		267,407
	25 Contributions, gifts, grants paid	2,329,848			2,150,848
	26 Total expenses and disbursements. Add lines 24 and 25	2,754,280	132,080		2,418,255
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-1,796,387			
	b Net investment income (if negative, enter -0-)		825,813		
	c Adjusted net income (if negative, enter -0-)				

For Privacy Act and Paperwork Reduction Act Notice, see page 30 of the instructions.

Cat No 11289X

Form **990-PF** (2011)

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	300	300	300
	2	Savings and temporary cash investments	172,662	1,770,307	1,770,307
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	2,507	3,112	3,112
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	39,603,346	33,996,290	33,996,290
	14	Land, buildings, and equipment basis ▶ 190,559 Less accumulated depreciation (attach schedule) ▶ 52,074	140,179	138,485	138,485
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	39,918,994	35,908,494	35,908,494	
Liabilities	17	Accounts payable and accrued expenses	20,201	23,625	
	18	Grants payable	1,076,000	1,255,000	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	1,096,201	1,278,625	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	38,822,793	34,629,869	
	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 (see page 17 of the instructions)	38,822,793	34,629,869	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	39,918,994	35,908,494	

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)	138,822,793
2	Enter amount from Part I, line 27a	-1,796,387
3	Other increases not included in line 2 (itemize) ▶ _____	0
4	Add lines 1, 2, and 3	37,026,406
5	Decreases not included in line 2 (itemize) ▶ _____	2,396,537
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	34,629,869

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)
1 a	BANK OF NY		2006-01-06	2011-12-01
b	WELLINGTON TRUST COMPANY		2006-01-06	2011-11-01
c	AEW		2006-01-06	2011-12-01
d	EQUIPMENT DISPOSED	P	2006-01-01	2011-03-03
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 6,728,292		6,534,817	193,475
b 873,561		768,218	105,343
c 12,034			12,034
d		52	-52
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			193,475
b			105,343
c			12,034
d			-52
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	310,800
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	1,865,800	36,548,956	0 051049
2009	1,981,067	32,832,786	0 060338
2008	2,294,550	40,051,729	0 057290
2007	2,297,024	47,093,639	0 048776
2006	2,044,244	44,749,667	0 045682

2 Total of line 1, column (d).	2	0 263135
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 052627
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	37,205,029
5 Multiply line 4 by line 3.	5	1,957,989
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	8,258
7 Add lines 5 and 6.	7	1,966,247
8 Enter qualifying distributions from Part XII, line 4.	8	2,418,255

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 on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the 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	8,258
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	8,258
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	8,258
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	9,500	
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	9,500
8		Enter any penalty for underpayment of estimated tax Check here <input 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	1,242
11		Enter the amount of line 10 to be Credited to 2012 estimated tax <input type="checkbox"/> 1,242	Refunded <input type="checkbox"/>	11	0

Part VII-AStatements Regarding Activities

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?		Yes	No
		1a		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input 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 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.	2		No
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		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
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		No
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) <input 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 .	8b	Yes	
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 on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

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 page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW.SBMFOUNDATION.ORG	13	Yes	
14	The books are in care of DOREEN DOWNHAM Telephone no (860) 533-0355 Located at 935 MAIN STREET SUITE B-101 LEVEL C MANCHESTER CT ZIP +4 06040			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year.	15		
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	Yes	No
	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

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 page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	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		No
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 20____, 20____, 20____, 20____ <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 page 20 of the instructions).	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 20____, 20____, 20____, 20____			
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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))?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3) Provide a grant to an individual for travel, study, or other similar purposes?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions).		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?		<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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 page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here.		5b		
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? <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?				
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <i>If "Yes" to 6b, file Form 8870.</i>		6b		No
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?				
b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		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 (see page 22 of the instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				
2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				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 (see page 23 of the instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
PRIME BUCHHOLZ & ASSOCIATES INC	INVESTMENT MANAGEMENT	75,000
99 HIGH STREET 22ND FLOOR		
BOSTON, MA 02109		
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 THE FOUNDATION PROVIDES GRANTS AND SCHOLARSHIPS TO ORGANIZATIONS AND INDIVIDUALS THAT MEET THE ORGANIZATION'S EXEMPT PURPOSE CRITERIA	2,150,848
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see page 23 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	0
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the 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	37,675,350
b	Average of monthly cash balances.	1b	96,253
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	37,771,603
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	37,771,603
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	566,574
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	37,205,029
6	Minimum investment return. Enter 5% of line 5.	6	1,860,251

Part XI

Distributable Amount (see page 25 of the 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	1,860,251
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	8,258
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	8,258
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,851,993
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,851,993
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,851,993

Part XII

Qualifying Distributions (see page 25 of the 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	2,418,255
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	2,418,255
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	8,258
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,409,997
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 page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only.			
b	Total for prior years 20____, 20____, 20____			
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.			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 2,418,255			
a	Applied to 2010, but not more than line 2a			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions)			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . .			
d	Applied to 2011 distributable amount.			
e	Remaining amount distributed out of corpus			
5	Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)			
6	Enter the net total of each column as indicated below:			
a	Corpus Add lines 3f, 4c, and 4e Subtract line 5			
b	Prior years' undistributed income Subtract line 4b from line 2b.			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions . . .			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011.			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions).			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a.			
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 page 27 of the instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

☐ 4942(j)(3) ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 organization had \$5,000 or more in assets at any time during the year—see page 27 of the 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))

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

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 page 28 of the 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

KELLEY GUNTHER FOUNDATION AND SCHOL
935 MAIN STREET SUITE B-101 LEVEL C
MANCHESTER, CT 06040
(860) 533-1067

b

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

COMPLETION OF THE "REQUEST FOR GRANT" FORM LOCATED ON THE ORGANIZATION'S WEB SITE

c

Any submission deadlines

SCHOLARSHIPS ARE ACCEPTED FROM JANUARY THROUGH MARCH FOR THE FOLLOWING FALL SEMESTER

d

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

GRANTS AND SCHOLARSHIPS LIMITED TO THE GEOGRAPHICAL AREAS INDICATED ON THE WEB SITE

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

Form **990-PF** (2011)

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
	(a) Business code	(b) Amount	(c) Exclusion 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					
4 Dividends and interest from securities. . . .			14	647,093	
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	310,800	
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		957,893	0
13 Total. Add line 12, columns (b), (d), and (e).			13		957,893

[illegible]

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)		No
	(2) Other assets.	1a(2)		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
	(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
	(3) Rental of facilities, equipment, or other assets.	1b(3)		No
	(4) Reimbursement arrangements.	1b(4)		No
	(5) Loans or loan guarantees.	1b(5)		No
	(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No
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	
Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge					
*****		2012-07-12		*****	
Signature of officer or trustee		Date		Title	
Sign Here	Preparer's Signature ▶ PAUL BALLASY		Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00852868
	Firm's name ▶ JH COHN LLP			Firm's EIN ▶ 22-1478099	
	180 GLASTONBURY BOULEVARD				
	Firm's address ▶ GLASTONBURY, CT 06033			Phone no (860) 633-3000	

May the IRS discuss this return with the preparer shown above? See instructions ☒ Yes ☐ No

Form 990PF Part VIII Line 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
LAURENCE P RUBINOW	CHAIRMAN 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
RICHARD P MEDUSKI	PRESIDENT 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
BRIAN A ORENSTEIN	TREASURER 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
DOUGLAS K ANDERSON	VICE PRESIDENT 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
SHEILA B FLANAGAN	PAST EXECUTIVE DIRECTOR 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
TIMOTHY MOYNIHAN	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
A PAUL BERTE	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
TIMOTHY J DEVANNEY	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
JOHN D LABELLE JR	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
JON L NORRIS	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
JOHN G SOMMERS	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
GREGORY S WOLFF	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
MICHAEL J HARTL	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
LINDA S KLEIN	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
RICHARD SUSKI	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
CHARLES L PIKE	VICE PRESIDENT 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
DOREEN DOWNHAM	EX DIR/SECRETARY 40 00	73,572	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
ERIC A MARZIALI	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
WILLIAM D O'NEILL	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				
THOMAS E TOOMEY	TRUSTEE 0 05	0	0	0
935 MAIN STREET LEVEL C SUITE B-101 MANCHESTER, CT 06040				

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CAPITAL COMMUNITY COLLEGE 61 WOODLAND ST HARTFORD,CT 061052354			SCHOLARSHIPS	2,000
CENTRAL CONNECTICUT STATE UNIVERSITY1615 STANLEY ST NEW BRITAIN,CT 060504010			SCHOLARSHIPS	17,250
CONNECICUT COLLEGE270 MOHEGAN AVENUE NEW LONDON,CT 06320			SCHOLARSHIPS	1,000
EASTERN CONNECTICUT STATE UNIVERSITY83 WINDHAM STREET WILLIMANTIC,CT 06040			SCHOLARSHIPS	17,000
EASTERN CT STATE UNIVERSITY FOUNDATION83 WINDHAM STREET WILLIMANTIC,CT 06040			SCHOLARSHIPS	8,900
FAIRFIELD UNIVERSITY1073 N BENSON RD FAIRFIELD,CT 064305195			SCHOLARSHIPS	4,500
MANCHESTER COMMUNITY COLLEGE GREAT PATH - PO BOX 1046 MANCHESTER,CT 060401046			SCHOLARSHIPS	10,000
QUINNIPIAC UNIVERSITY27 MOUNT CARMEL AVENUE HAMDEN,CT 065181908			SCHOLARSHIPS	500
QUINEBAUG VALLEY COMMUNITY COLLEGE729 MAIN STREET WILLIMANTIC,CT 06226			SCHOLARSHIPS	1,000
SACRED HEART UNIVERSITY5151 PARK AVE FAIRFIELD,CT 064321000			SCHOLARSHIPS	3,000
SAINT JOSEPH COLLEGE1678 ASYLUM AVE WEST HARTFORD,CT 06117			SCHOLARSHIPS	17,750
SOUTHERN CONNECTICUT STATE UNIVERSITY501 CRESCENT ST NEW HAVEN,CT 065151355			SCHOLARSHIPS	5,250
TRINITY COLLEGE300SUMMIT STREET HARTFORD,CT 06106			SCHOLARSHIPS	3,000
UNIVERSITY OF CONNECTICUT 2131 HILLSIDE RD - UNIT 3088 STORRS,CT 062693088			SCHOLARSHIPS	71,350
UNIVERSITY OF NEW HAVEN300 BOSTON POST ROAD WEST HAVEN,CT 06516			SCHOLARSHIPS	2,000
UNIVERSITY OF HARTFORD200 BLOOMFIELD AVE WEST HARTFORD,CT 061171599			SCHOLARSHIPS	19,000
WESLEYAN UNIVERSITY70 WYLLYS AVENUE MIDDLETOWN,CT 06459			SCHOLARSHIPS	4,000
WESTERN CONNECTICUT STATE UNIVERSITY181 WHITE STREET DANBURY,CT 06810			SCHOLARSHIPS	2,000
YALE UNIVERSITY246 CHURCH STREET NEW HAVEN,CT 06520			SCHOLARSHIPS	11,500
RETURN OF SCHOLARSHIP FUNDS 935 MAIN STREET LEVEL C MANCHESTER,CT 06040			SCHOLARSHIPS	-2,500
AHM YOUTH SERVICES INC25 PENDLETON DRIVE HEBRON,CT 06082			GENERAL USE GRANT	4,000
ALTRUSA INTERNATIONAL INC 332 S MICHIGAN AVE CHICAGO,IL 60604			GENERAL USE GRANT	5,000
ARC OF GREATER ENFIELD75 HAZARD AVENUE ENFIELD,CT 06128			GENERAL USE GRANT	1,200
ASYLUM HILL CHILDREN'S ZONE 814 ASYLUM AVENUE HARTFORD,CT 06105			GENERAL USE GRANT	3,500
BILLINGS FORGE COMMUNITY WORKS140 RUSS STREET ST N110 HARTFORD,CT 06106			GENERAL USE GRANT	5,000
BOY SCOUTS OF AMERICA CRC60 DARLIN ST PO BOX EAST HARTFORD,CT 061072105			GENERAL USE GRANT	30,000
BUILDING HEALTHY FAMILIES INC302 HACKMATAACK STREET MANCHESTER,CT 06040			GENERAL USE GRANT	3,000
CAMP CARE INC106 ROUTE 66 COLUMBIA,CT 06266			GENERAL USE GRANT	5,000
CATHOLIC CHARITIES331 MAIN STREET NORWICH,CT 06360			GENERAL USE GRANT	1,000
CHILDREN'S LAW CENTER30 ARBOR STREET NORTH HARTFORD,CT 061191437			GENERAL USE GRANT	18,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
CONNECTICUT AUDUBON SOCIETY1316 MAIN STREET GLASTONBURY,CT 06106			GENERAL USE GRANT	20,140
CONNECTICUT COUNCIL FOR PHILANTHROPY221 MAIN STREET HARTFORD,CT 06106			GENERAL USE GRANT	3,900
CONNECTICUT FARMLAND TRUST77 BUCKINGHAM STREET HARTFORD,CT 06238			GENERAL USE GRANT	5,000
CONNECTICUT LANDMARKS2299 SOUTH STREET COVENTRY,CT 06103			GENERAL USE GRANT	20,000
CONNECTICUT RADIO INFORMATION SYSTEMS515 NORTH EAGLEVILLE ROAD STORRS,CT 06268			GENERAL USE GRANT	500
CONNECTICUT SCIENCE CENTER250 COLUMBUS BLVD HARTFORD,CT 06106			GENERAL USE GRANT	142,292
CONNECTICUT STORYTELLING CENTER270 MOHEGAN AVENUE NEW LONDON,CT 06320			GENERAL USE GRANT	5,000
CONNECTICUT YOUTH LEADERSHIP PROJECT INC202 HIGHWOOD DRIVE SOUTH GLASTONBURY,CT 060661436			GENERAL USE GRANT	1,500
CORNERSTONE SOUP KITCHENPO BOX 2036 ROCKVILLE,CT 06002			GENERAL USE GRANT	5,000
COVENANT SOUP KITCHEN220 VALLEY STREET WILLIMANTIC,CT 06226			GENERAL USE GRANT	5,000
COVENANT TO CARE FOR CHILDREN120 MOUNTAIN AVENUE BLOOMFIELD,CT 06238			GENERAL USE GRANT	3,000
DOWNTOWN MANCHESTER SPECIAL SERVDISTRICT983 MAIN STREET SUITE 10 MANCHESTER,CT 06108			GENERAL USE GRANT	1,000
EAST HARTFORD SCHOOL BUSINESS PARTNERSHIP734 TOLLAND STREET EAST HARTFORD,CT 06108			GENERAL USE GRANT	1,000
EAST HARTFORD CHILDPLAN INC50 CHAPMAN PLACE EAST HARTFORD,CT 06095			GENERAL USE GRANT	25,000
EASTER SEALS REHABILITATION CENTER100 DEERFIELD ROAD WINDSOR,CT 06226			GENERAL USE GRANT	3,000
EASTERN CONNECTICUT STATE UNIVERSITY83 WINDHAM STREET WILLIMANTIC,CT 06040			GENERAL USE GRANT	100,000
ECHN COMMUNITY HEALTHCARE FOUNDATION INC71 HAYNES STREET MANCHESTER,CT 060830544			GENERAL USE GRANT	101,421
FIDELCO GUIDE DOG FOUNDATION103 OLD IRON ORE ROAD BLOOMFIELD,CT 06002			GENERAL USE GRANT	500
FOODSHARE450 WOODLAND AVE BLOOMFIELD,CT 06226			GENERAL USE GRANT	18,500
GENERATIONS FAMILY HEALTH CENTER INC1315 MAIN STREET WILLIMANTIC,CT 06033			GENERAL USE GRANT	35,000
GIRL SCOUTS OF CT340 WASHINGTON STREET HARTFORD,CT 06106			GENERAL USE GRANT	16,037
GLASTONBURY COUNCIL OF PTO305 MAY ROAD EAST HARTFORD,CT 06118			GENERAL USE GRANT	500
GOODSPEED MUSICALS6 MAIN STREET PO BOX A EAST HADDAM,CT 06117			GENERAL USE GRANT	25,000
HANDS ON HARTFORD330 MAIN STREET 3RD FLOOR HARTFORD,CT 06106			GENERAL USE GRANT	3,000
HARTFORD 2000 INCCREC 111 CHARTER OAK AVENUE HARTFORD,CT 06107			GENERAL USE GRANT	500
HARTFORD ART SCHOOL200 BLOOMFIELD AVE WEST HARTFORD,CT 06103			GENERAL USE GRANT	9,000
HARTFORD CHILDREN'S THEATER360 FARMINGTON AVE HARTFORD,CT 06105			GENERAL USE GRANT	2,500
HARTFORD CONSORTIUM FOR HIGHER EDUCATION95 MAIN STREET SUITE 314 HARTFORD,CT 06103			GENERAL USE GRANT	3,000
HARTFORD COUNTY 4-H CAMP1225 MAIN STREET SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	1,000
HARTFORD GAY & LESBIAN HEALTH COLLECTIVE1841 BROAD STREET HARTFORD,CT 06114			GENERAL USE GRANT	5,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
HARTFORD HOSPITAL80 SEYMOUR STREET HARTFORD,CT 06102			GENERAL USE GRANT	10,100
HARTFORD JEWISH FEDERATION 335 BLOOMFIELD AVE SUITE C WEST HARTFORD,CT 06117			GENERAL USE GRANT	10,000
HARTFORD STAGE COMPANY50 CHURCH STREET HARTFORD,CT 061031629			GENERAL USE GRANT	126,057
HARTFORD SYMPHONY ORCHESTRA99 PRATT STREET SUITE 500 HARTFORD,CT 06115			GENERAL USE GRANT	12,000
HARTFORD'S CAMP COURANT285 BROAD STREET HARTFORD,CT 06032			GENERAL USE GRANT	10,000
HILL-STEAD MUSEUM35 MOUNTAIN RD FARMINGTON,CT 06002			GENERAL USE GRANT	20,000
HOCKANUM VALLEY COMMUNITY COUNCIL INC155 WEST MAIN STREET VERNON,CT 06226			GENERAL USE GRANT	31,100
HOLY FAMILY SHELTERPO BOX 884 WILLIMANTIC,CT 06002			GENERAL USE GRANT	5,000
HORIZON'S INC127 BABCOCK HILL RD SOUTH WINDHAM,CT 06266			GENERAL USE GRANT	35,000
INSTITUTE FOR INTERNATIONAL SPORT3045 KINSTOWN ROAD PO BOX 1710 KINGSTON,RI 02881			GENERAL USE GRANT	5,000
INT'L CENTER FOR CLUBHOUSE DEVELOPMENT483 TENTH AVENUE SUITE 525 NEWYORK,NY 10018			GENERAL USE GRANT	500
INTERVAL HOUSEPO BOX 340207 HARTFORD,CT 06117			GENERAL USE GRANT	10,000
KIDSAFE CT19 ELM ST ROCKVILLE,CT 06066			GENERAL USE GRANT	10,000
LAWYERS FOR CHILDREN AMERICA151 FARMINGTON AVE HARTFORD,CT 06040			GENERAL USE GRANT	2,000
LOAVES AND FISHES360 FARMINGTON AVE HARTFORD,CT 06105			GENERAL USE GRANT	5,000
LUTZ CHILDREN'S MUSEUM247 SOUTH MAIN STREET MANCHESTER,CT 06103			GENERAL USE GRANT	15,500
MALTA HOUSE OF CARE FOUNDATION1 STATE STREET SUITE HARTFORD,CT 060453084			GENERAL USE GRANT	15,000
MANCHESTER AREA CONFERENCE OF CHURCHES466 MAIN STREET MANCHESTER,CT 06045			GENERAL USE GRANT	17,500
MANCHESTER BICENTENNIAL BAND SHELL60 BIDWELL STREET MANCHESTER,CT 06040			GENERAL USE GRANT	1,200
MANCHESTER BOARD OF EDUCATION45 NORTH SCHOOL STREET MANCHESTER,CT 06040			GENERAL USE GRANT	1,200
MANCHESTER COMMUNITY COLLEGE FOUNDATIONGREAT PATHS MS 6 PO MANCHESTER,CT 06042			GENERAL USE GRANT	50,000
MANCHESTER HISTORICAL SOCIETY175 PINE STREET MANCHESTER,CT 06040			GENERAL USE GRANT	5,000
MANCHESTER INDEPENDENCE DAY COMMITTEE41 CENTER STREET MANCHESTER,CT 06040			GENERAL USE GRANT	5,000
MANCHESTER LAND CONSERVATION TRUST INC20 HARTFORD RD MANCHESTER,CT 06040			GENERAL USE GRANT	5,000
MANCHESTER POLICE ACTIVITIES LEAGUE239 EAST MIDDLE MANCHESTER,CT 060450861			GENERAL USE GRANT	4,000
MANCHESTER REGIONAL POLICEFIRE PIPEBAND71 LINDWOOD DRIVE EAST HARTFORD,CT 06108			GENERAL USE GRANT	5,000
MANCHESTER ROTARY CLUB FOUNDATION INC305 SOUTH MAIN ST MANCHESTER,CT 06040			GENERAL USE GRANT	1,000
MANCHESTER ROAD RACE41 CENTER STREET MANCHESTER,CT 06040			GENERAL USE GRANT	1,000
MANCHESTER SYMPHONY ORCHESTRA AND CHORALEPO BOX 861 MANCHESTER,CT 06040			GENERAL USE GRANT	5,000
MARC INC OF MANCHESTER376R WEST MIDDLE TPKE MANCHESTER,CT 060451373			GENERAL USE GRANT	25,000


Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a <i>Paid during the year</i>				
MAYOR'S PROGRAM FOR MANCHESTER CHILDRENPO BOX 1373 MANCHESTER,CT 06045			GENERAL USE GRANT	10,000
MERCY HOUSING AND SHELTER CORPORATION211 WETHERSFIELD AVE HARTFORD,CT 06033			GENERAL USE GRANT	5,000
MUSEUM OF CONNECTICUT GLASS289 NORTH RIVER RD COVENTRY,CT 06238			GENERAL USE GRANT	2,000
MY SISTERS' PLACE102 PLINY STREET HARTFORD,CT 06120			GENERAL USE GRANT	50,850
NATIONAL CONFERENCE FOR COMM & JUSTICE1095 DAY HILL ROAD SUITE 100 WINDSOR,CT 06095			GENERAL USE GRANT	2,000
NEW BRITAIN MUSEUM OF AMERICAN ART56 LEXINGTON STREET NEW BRITAIN,CT 06050			GENERAL USE GRANT	15,000
NEW ENGLAND AIR MUSEUM36 PERIMETER RD WINDSOR LOCKS,CT 06096			GENERAL USE GRANT	18,000
NEW HOPE MANOR48 HARTFORD ROAD MANCHESTER,CT 06040			GENERAL USE GRANT	8,500
NUTMEG BIG BROTHERS BIG SISTERS30 LAUREL STREET HARTFORD,CT 06106			GENERAL USE GRANT	5,000
NUTMEG STATE GAMES290 ROBERTS STREET EAST HARTFORD,CT 06108			GENERAL USE GRANT	2,500
OPEN HEARTH ASSOCIATIONPO BOX 1077 HARTFORD,CT 06226			GENERAL USE GRANT	30,000
PERCEPTION PROGRAMPO BOX 407 WILLIMANTIC,CT 06510			GENERAL USE GRANT	7,500
PREVENT BLINDNESS TRI-STATE 101 WHITNEY AVE SUITE NEW HAVEN,CT 06050			GENERAL USE GRANT	3,000
READ TO GROW INC53 SCHOOL GROUND RD BRANFORD,CT 06450			GENERAL USE GRANT	10,000
REBUILDING TOGETHER - MANCHESTER41 CENTER STREET PO BOX MANCHESTER,CT 06040			GENERAL USE GRANT	67,500
RIVERFRONT RECAPTURE INC50 COLUMBUS BLVD HARTFORD,CT 06106			GENERAL USE GRANT	5,000
ST FRANCIS HOSPITAL114 WOODLAND STREET HARTFORD,CT 06105			GENERAL USE GRANT	20,000
SALVATION ARMY855 ASYLUM AVE HARTFORD,CT 06066			GENERAL USE GRANT	4,000
SAXTON B LITTLE FREE LIBRARY INC319 CONNECTICUT 87 COLUMBIA,CT 06237			GENERAL USE GRANT	3,200
SEA RESEARCH FOUNDATION55 COOGAN BLVD MYSTIC,CT 06355			GENERAL USE GRANT	13,100
SOUTH WINDSOR CULTURAL ARTS PO BOX 401 SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	500
SOUTH WINDSOR HISTORICAL SOCIETYPO BOX 216 SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	500
SOUTH WINDSOR YOUTH HOCKEY ASSOCIATIONPO BOX 1033 SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	1,000
TEAM PARAGON ROBOTICS INC29 GRIFFIN ROAD SOUTH BLOOMFIELD,CT 06002			GENERAL USE GRANT	500
THE BRIDGE FAMILY CENTER INC 1022 FARMINGTON AVENUE WEST HARTFORD,CT 060451268			GENERAL USE GRANT	3,000
THE CHILDREN'S MUSEUM950 TROUT BROOK DR WEST HARTFORD,CT 06095			GENERAL USE GRANT	20,000
THE COMPASSIONATE FRIENDS POBOX 126 MANCHESTER,CT 06450			GENERAL USE GRANT	1,000
THE DISCOVERY CENTER INC790 FARMINGTON AVE FARMINGTON,CT 06030			GENERAL USE GRANT	36,030
TOLLAND FUNDPO BOX 3875 MANCHESTER,CT 06241			GENERAL USE GRANT	10,000
TOWN OF EAST HARTFORD740 MAIN STREET EAST HARTFORD,CT 06108			GENERAL USE GRANT	500

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
a Paid during the year				
TOWN OF GLASTONBURY2155 MAIN STREET GLASTONBURY,CT 06033			GENERAL USE GRANT	500
TOWN OF MANCHESTER41 CENTER STREET MANCHESTER,CT 06040			GENERAL USE GRANT	21,605
TOWN OF MANSFIELD4 SOUTH EAGLEVILLE ROAD STORRSMANSFIELD,CT 06268			GENERAL USE GRANT	500
TOWN OF SOUTH WINDSOR1540 SULLIVAN AVE SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	1,500
TOWN OF VERNON14 PARK PLACE VERNON ROCKVILLE,CT 06066			GENERAL USE GRANT	800
UNITED CEREBRAL PALSY OF GR HTFD80 WHITNEY STREET HARTFORD,CT 06105			GENERAL USE GRANT	500
UNITED SERVICES INCPO BOX 839 DAYVILLE,CT 06241			GENERAL USE GRANT	5,000
UNIVERSITY OF CONNECTICUT FOUNDATION2131 HILLSIDE ROAD STORRS,CT 06269			GENERAL USE GRANT	5,000
UNIVERSITY OF CT ATHLETIC DEVELOPMENT FUN2111 HILLSIDE RD UNIT STORRS,CT 06269			GENERAL USE GRANT	200,000
VERNON BOARD OF EDUCATION30 PARK STREET VERNON ROCKVILLE,CT 06066			GENERAL USE GRANT	500
VILLAGE FOR FAMILIES AND CHILDREN1680 ALBANY AVENUE HARTFORD,CT 06105			GENERAL USE GRANT	5,000
VISITING NURSE & HEALTH SVC OF CT8 KEYNOTE DRIVE VERNON,CT 06066			GENERAL USE GRANT	140,000
WADSWORTH ATHENEUM600 MAIN STREET HARTFORD,CT 06103			GENERAL USE GRANT	3,500
WINDHAM AREA INTERFAITH MINISTRY866 MAIN STREET WILLIMANTIC,CT 06226			GENERAL USE GRANT	5,000
WINDHAM COUNTY 4-H FOUNDATION INC326 TAFT POND ROAD POMFRET CENTER,CT 06259			GENERAL USE GRANT	750
WINDHAM HOSPITAL FOUNDATION 112 MANSFIELD AVE WILLIMANTIC,CT 06226			GENERAL USE GRANT	12,903
WINDHAM NO FREEZE HOSPITALITY CENTERPO BOX 46 WILLIMANTIC,CT 06226			GENERAL USE GRANT	5,000
WINDHAM REGIONAL ARTS COUNCILPO BOX 847 WILLIMANTIC,CT 06226			GENERAL USE GRANT	1,463
WOOD MEMORIAL LIBRARY783 MAIN STREET SOUTH WINDSOR,CT 06074			GENERAL USE GRANT	1,500
YMCA OF GREATER HARTFORD160 JEWELL STREET HARTFORD,CT 06103			GENERAL USE GRANT	100,000
Total ▶ 3a				2,150,848

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
b <i>Approved for future payment</i>				
YMCA OF GREATER HARTFORD160 JEWELL STREET HARTFORD, CT 06103			GENERAL USE GRANT	200,000
CHILDREN'S LAW CENTER OF CONNNECTICUT30 ARBOR STREET HARTFORD, CT 06106			GENERAL USE GRANT	36,000
CONNECTICUT LANDMARKS2299 SOUTH STREET COVENTRY, CT 06103			GENERAL USE GRANT	80,000
CONNECTICUT VALLEY GIRL SCOUTS340 WASHINGTON STREET HARTFORD, CT 06106			GENERAL USE GRANT	14,000
EASTERN CONNECTICUT STATE UNIVERSITY FOUNDATION83 WINDHAM STREET WILLIMANTIC, CT 06226			GENERAL USE GRANT	150,000
MANCHESTER COMMUNITY COLLEGE GREAT PATH - PO BOX 1046 MANCHESTER, CT 06040			GENERAL USE GRANT	400,000
MARC INC151 SHELDON RD MANCHESTER, CT 06042			GENERAL USE GRANT	125,000
UCAF HUSKY REACH2111 HILLSIDE RD UNIT STORRS, CT 06269			GENERAL USE GRANT	250,000
Total  3b				1,255,000

TY 2011 Accounting Fees Schedule

Name: SBM CHARITABLE FOUNDATION INC

EIN: 06-1574365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	14,950	0		14,600

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2011 Depreciation Schedule

Name: SBM CHARITABLE FOUNDATION INC

EIN: 06-1574365

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
BUILDING	2004-06-30	158,400	27,031	SL	40 0000000000000	7,093	0		
EQUIPMENT	2004-06-30	14,567	8,504	SL	10 0000000000000	1,457	0		
FURNITURE AND FIXTURES	2004-06-30	12,301	9,095	SL	10 0000000000000	1,230	0		

TY 2011 Investments - Other Schedule**Name:** SBM CHARITABLE FOUNDATION INC**EIN:** 06-1574365

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS	FMV	6,356,983	6,356,983
EQUITY FUNDS	FMV	13,422,642	13,422,642
OTHER INVESTMENTS	FMV	14,216,665	14,216,665

TY 2011 Land, Etc. Schedule**Name:** SBM CHARITABLE FOUNDATION INC**EIN:** 06-1574365

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
BUILDING	158,400	34,124	124,276	
EQUIPMENT	14,567	9,961	4,606	
FURNITURE AND FIXTURES	12,301	10,325	1,976	

TY 2011 Other Decreases Schedule

Name: SBM CHARITABLE FOUNDATION INC

EIN: 06-1574365

Description	Amount
UNREALIZED GAINS ON INVESTMENTS	2,396,537

TY 2011 Other Expenses Schedule**Name:** SBM CHARITABLE FOUNDATION INC**EIN:** 06-1574365

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE	6,360	0		6,360
OFFICE EXPENSE	19,407	0		19,407
INVESTMENT FEES	132,176	132,080		96
MISCELLANEOUS	4,045	0		4,045

TY 2011 Other Professional Fees Schedule**Name:** SBM CHARITABLE FOUNDATION INC**EIN:** 06-1574365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	0	0		0
OTHER CONSULTING	3,949	0		3,949

TY 2011 Taxes Schedule

Name: SBM CHARITABLE FOUNDATION INC

EIN: 06-1574365

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	8,258	0		0

Additional Data

Software ID:
Software Version:
EIN: 06-1574365
Name: SBM CHARITABLE FOUNDATION INC

Form 990PF - Special Condition Description:

Special Condition Description