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**Return of Private Foundation  
or Section 4947(a)(1) Nonexempt Charitable Trust  
Treated as a Private Foundation****2011**

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

For calendar year 2011 or tax year beginning

, and ending

Name of foundation <b>DAVID AND CANDACE WEIR FOUNDATION</b>		A Employer identification number <b>13-3797919</b>
Number and street (or P.O. box number if mail is not delivered to street address) <b>C/O C.L. KING &amp; ASSOCIATES, INC., 9 ELK</b>	Room/suite	B Telephone number <b>518 431-3500</b>
City or town, state, and ZIP code <b>ALBANY, NY 12207</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <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) <b>\$ 20,721,486.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input 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		5,055,800.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		4,046.	4,046.		STATEMENT 1
4 Dividends and interest from securities		40,632.	40,632.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,263,413.			
b Gross sales price for all assets on line 6a <b>2,283,041.</b>					
7 Capital gain net income (from Part IV, line 2)			1,263,413.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11		6,363,891.	1,308,091.		
13 Compensation of officers, directors, trustees, etc.		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		3,500.	0.		3,500.
c Other professional fees					
17 Interest		767.	767.		0.
18 Taxes		66,601.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		15,735.	455.		750.
24 Total operating and administrative expenses. Add lines 13 through 23		86,603.	1,222.		4,250.
25 Contributions, gifts, grants paid		897,380.			897,380.
26 Total expenses and disbursements. Add lines 24 and 25		983,983.	1,222.		901,630.
27 Subtract line 26 from line 12		5,379,908.			
a Excess of revenue over expenses and disbursements			1,306,869.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing			9,349.	13,143.	13,143.
	2 Savings and temporary cash investments			33,409.	21,114.	21,114.
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶ 16,341.					
	Less allowance for doubtful accounts ▶ 0.			36,500.	16,341.	16,341.
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock STMT 6			6,856,309.	12,109,037.	12,249,495.
	c Investments - corporate bonds					
<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	12 Investments - mortgage loans					
	13 Investments - other STMT 7			5,194,812.	4,859,447.	8,421,393.
	14 Land, buildings, and equipment basis ▶					
	Less accumulated depreciation ▶					
	15 Other assets (describe ▶)					
	16 Total assets (to be completed by all filers)			12,130,379.	17,019,082.	20,721,486.
	17 Accounts payable and accrued expenses					
	18 Grants payable					
<b>Net Assets or Fund Balances</b>	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
	22 Other liabilities (describe ▶)					
	23 Total liabilities (add lines 17 through 22)			0.	0.	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted and complete lines 24 through 26 and lines 30 and 31.					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
<b>Net Assets or Fund Balances</b>	27 Capital stock, trust principal, or current funds			12,130,379.	17,019,082.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds			0.	0.	
	30 Total net assets or fund balances			12,130,379.	17,019,082.	
	31 Total liabilities and net assets/fund balances			12,130,379.	17,019,082.	

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	12,130,379.
2 Enter amount from Part I, line 27a	2	5,379,908.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	17,510,287.
5 Decreases not included in line 2 (itemize) ▶ MARKET VALUE ADJUSTMENT	5	491,205.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,019,082.

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENTS			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,283,041.		1,019,628.	1,263,413.

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

(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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			
b			
c			
d			
e			1,263,413.

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	1,263,413.
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	437,008.	15,863,285.	.027548
2009	443,430.	12,800,356.	.034642
2008	320,662.	10,975,662.	.029216
2007	440,906.	10,295,217.	.042826
2006	409,546.	9,897,869.	.041377

2 Total of line 1, column (d)	2	.175609
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	.035122
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	18,564,021.
5 Multiply line 4 by line 3	5	652,006.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	13,069.
7 Add lines 5 and 6	7	665,075.
8 Enter qualifying distributions from Part XII, line 4	8	901,630.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	13,069.
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			
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	13,069.
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	13,069.
6 Credits/Payments			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	48,000.	
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	48,000.	
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	34,931.	
11 Enter the amount of line 10 to be Credited to 2012 estimated tax <input checked="" type="checkbox"/> 13,080.   Refunded <input checked="" type="checkbox"/>	11	21,851.	

**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"/> NY		
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

**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?	13	X	

Website address ► **NONE**

14 The books are in care of ► **FOUNDATION** Telephone no ► **518 431-3500**  
 Located at ► **9 ELK STREET, ALBANY, NY** ZIP+4 ► **12207**

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)?	N/A	
Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>		
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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
If "Yes," list the years ►		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	
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	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		X

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

6b

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No

7b

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

(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
CANDACE K. WEIR	TRUSTEE			
414 LOUDONVILLE ROAD				
LOUDONVILLE, NY 12211	5.00	0.	0.	0.
MEREDITH PRIME	TRUSTEE			
280 WILMINGTON ROAD				
LAKE PLACID, NY 12946	5.00	0.	0.	0.
AMEILA F. WEIR	TRUSTEE			
244 W 23RD STREET				
NEW YORK, NY 10011	5.00	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

Form 990-PF (2011)





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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	9,784,008.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	403,567.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	8,659,147.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	18,846,722.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	18,846,722.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	282,701.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	18,564,021.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	928,201.

**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)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	928,201.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	13,069.
<b>b</b>	Income tax for 2011 (This does not include the tax from Part VI)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	13,069.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	915,132.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	915,132.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	915,132.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	901,630.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	901,630.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	13,069.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	888,561.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
<b>1</b> Distributable amount for 2011 from Part XI, line 7				915,132.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only			326,967.	
<b>b</b> Total for prior years		0.		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006				
<b>b</b> From 2007				
<b>c</b> From 2008				
<b>d</b> From 2009				
<b>e</b> From 2010				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 901,630.				
<b>a</b> Applied to 2010, but not more than line 2a			326,967.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2011 distributable amount				574,663.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount - see instr			0.	
<b>f</b> Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012				340,469.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2007				
<b>b</b> Excess from 2008				
<b>c</b> Excess from 2009				
<b>d</b> Excess from 2010				
<b>e</b> Excess from 2011				

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

N/A

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

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
SEE SCHEDULE ATTACHED	NONE	PUBLIC	UNRESTRICTED	897,380.
<b>Total</b>			<b>3a</b>	897,380.
<b>b Approved for future payment</b>				
NONE				
<b>Total</b>			<b>3b</b>	0.



**Part XVII** Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- |  |              |            |           |
|--|--------------|------------|-----------|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p><b>b</b> Other transactions</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p><b>d</b> 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.</p> |              | <b>Yes</b> | <b>No</b> |
|  |              |            |           |
|  | <b>1a(1)</b> |            | <b>X</b>  |
|  | <b>1a(2)</b> |            | <b>X</b>  |
|  |              |            |           |
|  | <b>1b(1)</b> |            | <b>X</b>  |
|  | <b>1b(2)</b> |            | <b>X</b>  |
|  | <b>1b(3)</b> |            | <b>X</b>  |
|  | <b>1b(4)</b> |            | <b>X</b>  |
|  | <b>1b(5)</b> |            | <b>X</b>  |
|  | <b>1b(6)</b> |            | <b>X</b>  |
|  | <b>1c</b>    |            | <b>X</b>  |

[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.

Signature of officer or trustee

Date \_\_\_\_\_

► TRUSTEE

**Title**

May the IRS discuss this return with the preparer shown below (see instr. 1)?

☒ Yes ☐ No

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

PATRICK J.  
FITZGERALD, JR.

Preparer's signature \_\_\_\_\_

Date \_\_\_\_\_

Check ☐ self-employed

PTIN

P00248176

Firm's name ► **BROWN & FITZGERALD, PC**

Firm's EIN ► 14-1630137

Firm's address ► 224 OLD LOUDON ROAD  
LATHAM, NY 12110

Phone no 518 783-5509

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

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

OMB No 1545-0047

**2011**

Name of the organization

DAVID AND CANDACE WEIR FOUNDATION

Employer identification number

13-3797919

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ \_\_\_\_\_

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Name of organization

Employer identification number

DAVID AND CANDACE WEIR FOUNDATION

13-3797919

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CANDACE K. WEIR 414 LOUDONVILLE ROAD LOUDONVILLE, NY 12211	\$ 587,800.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
2	CANDACE K. WEIR 414 LOUDONVILLE ROAD LOUDONVILLE, NY 12211	\$ 1,060,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
3	CANDACE K. WEIR 414 LOUDONVILLE ROAD LOUDONVILLE, NY 12211	\$ 3,408,000.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)



Name of organization

Employer identification number

DAVID AND CANDACE WEIR FOUNDATION

13-3797919

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	20,000 SHS COMMON STOCK - COMTECH TELECOMMUNICATIONS CORP.	\$ 587,800.	12/28/11
2	10,000 SHS COMMON STOCK - FOSSIL, INC.	\$ 1,060,000.	06/13/11
3	300,000 SHS COMMON STOCK - KIRKLANDS, INC.	\$ 3,408,000.	07/22/11
		\$	
		\$	
		\$	

Name of organization

Employer identification number

**DAVID AND CANDACE WEIR FOUNDATION****13-3797919****Part III**

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

DAVID AND CANDACE WEIR FOUNDATION

**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	25000 SHS KIRKLANDS, INC.	P	08/24/07	07/20/11
b	27625 SHS ORTHOVITA, INC.	P	12/08/10	06/28/11
c	4011 SHS ORTHOVITA, INC.	P	12/09/10	06/28/11
d	168364 SHS ORTHOVITA, INC.	P	12/09/10	06/28/11
e	535 SHS COMTECH TELECOMMUNICATIONS CORP.	D	VARIOUS	07/26/11
f	3290 SHS COMTECH TELECOMMUNICATIONS CORP.	D	VARIOUS	07/26/11
g	2000 SHS COMTECH TELECOMMUNICATIONS CORP.	P	04/25/08	07/26/11
h	9610 SHS COMTECH TELECOMMUNICATIONS CORP.	D	05/12/04	07/26/11
i	1400 SHS COMTECH TELECOMMUNICATIONS CORP.	D	05/12/04	09/13/11
j	1136 SHS COMTECH TELECOMMUNICATIONS CORP.	D	05/12/04	09/14/11
k	1800 SHS COMTECH TELECOMMUNICATIONS CORP.	D	05/12/04	09/15/11
l	1054 SHS COMTECH TELECOMMUNICATIONS CORP.	D	05/12/04	09/16/11
m	9975 SHS COMTECH TELECOMMUNICATIONS CORP.	D	04/28/04	09/16/11
n	13200 SHS CENVEO, INC.	P	07/13/09	05/17/11
o	16400 SHS CENVEO, INC.	P	07/14/09	05/17/11

(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 283,745.		40,750.	242,995.
b 106,356.		53,046.	53,310.
c 15,442.		7,888.	7,554.
d 648,202.		336,728.	311,474.
e 15,491.		2,592.	12,899.
f 95,046.		15,940.	79,106.
g 57,779.		77,919.	-20,140.
h 277,629.		100,461.	177,168.
i 39,315.		14,635.	24,680.
j 31,795.		11,875.	19,920.
k 50,368.		18,817.	31,551.
l 29,257.		11,018.	18,239.
m 279,890.		118,437.	161,453.
n 84,585.		48,480.	36,105.
o 105,091.		60,045.	45,046.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			242,995.
b			53,310.
c			7,554.
d			311,474.
e			12,899.
f			79,106.
g			-20,140.
h			177,168.
i			24,680.
j			19,920.
k			31,551.
l			18,239.
m			161,453.
n			36,105.
o			45,046.

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 }

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

DAVID AND CANDACE WEIR FOUNDATION

**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	16500 SHS CENVEO, INC.	P	07/15/09	05/17/11
b	3900 SHS CENVEO, INC.	P	03/01/10	05/17/11
c	PCM PARTNERS LP II	P	VARIOUS	12/31/11
d	PCM PARTNERS LP II	P	VARIOUS	12/31/11
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 105,732.		60,319.	45,413.
b 24,991.		29,340.	-4,349.
c		11,338.	-11,338.
d 32,327.			32,327.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
(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			45,413.
b			-4,349.
c			-11,338.
d			32,327.
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,263,413.
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

**DAVID AND CANDACE WEIR FOUNDATION**  
**FORM 990-PF**  
**CALENDAR YEAR - 2011**  
**ID# 13-3797919**

**CONTRIBUTIONS PAID, PART XV, PAGE 10, LINE 3a:**

ADIRONDACK COUNCIL, ALBANY, NEW YORK	\$ 500
ADIRONDACK CHAPTER OF THE NATURE CONSERVANCY, KEENE VALLEY, NEW YORK	50,000
ADIRONDACK MUSEUM, ALBANY, NEW YORK	300
ALBANY ACADEMY FOR GIRLS, ALBANY, NEW YORK	2,000
ALBANY COUNTY HISTORICAL SOCIETY, ALBANY, NEW YORK	1,000
ALBANY INSTITUTE OF HISTORY & ART, ALBANY, NEW YORK	2,000
ALBANY MEDICAL CENTER, ALBANY, NEW YORK	100,000
ALBANY PUBLIC LIBRARY, ALBANY, NEW YORK	500
ALBANY SYMPHONY, ALBANY, NEW YORK	1,000
ALBANY TULA ALLIANCE, ALBANY, NEW YORK	1,150
AMERICAN CANCER SOCIETY, ALBANY, NEW YORK	1,000
AMERICAN FARMLAND TRUST, WASHINGTON DC	1,000
AMERICAN RED CROSS, ALBANY, NEW YORK	1,000
ARCHIVES OF AMERICAN ART SMITHSONIAN INSTITUTE, WASHINGTON DC	1,000
BALLARD PARK FOUNDATION, LTD, WESTPORT, NEW YORK	1,000
BLOCK ISLAND HISTORICAL SOCIETY, BLOCK ISLAND, RHODE ISLAND	1,000
BLOCK ISLAND MEDICAL CENTER, BLOCK ISLAND, RHODE ISLAND	1,000
BOQUET RIVER ASSOCIATION, INC , ELIZABETHTOWN, NEW YORK	100
BREAST CANCER RESEARCH FOUNDATION, INC , NEW YORK, NEW YORK	30,000
BROWN LEDGE FOUNDATION, NEW YORK, NEW YORK	1,000
BROWN UNIVERSITY, NEW YORK, NEW YORK	1,000
CAPITAL CITY RESCUE MISSION, ALBANY, NEW YORK	2,000
CAPITAL DISTRICT COMMUNITY GARDENS, INC., TROY, NEW YORK	1,000
CAPITAL REGION SPONSOR-A-SCHOLAR, INC , ALBANY, NEW YORK	4,150
CAPITAL REPERTORY THEATRE, ALBANY, NEW YORK	2,000
CATHOLIC CHARITIES, ALBANY, NEW YORK	100
CHAMPLAIN AREA TRAILS, WESTPORT, NEW YORK	1,000
CHURCH OF GOD OF PROPHECY, BOSTON, MASS	2,000
COLONIE POLICE BENEVOLENT ASSN, LOUDONVILLE, NEW YORK	1,000
COMMUNITY FOUNDATION OF GREATER MEMPHIS, MEMPHIS, TENNESSEE	1,000
COMMUNITY HOSPICE OF SARATOGA SPRINGS, SARATOGA SPRINGS, NEW YORK	5,000
DOCTORS WITHOUT BORDERS, NEW YORK, NEW YORK	1,000
DOUBLE "H" HOLE IN THE WOODS, GLENS FALLS, NEW YORK	3,000
ECHO, ESSEX, NEW YORK	1,000
ELIZABETHTOWN COMMUNITY HOSPITAL, ELIZABETHTOWN, NEW YORK	2,000
FAMILIES IN NEED OF ASSISTANCE INC., ALBANY, NEW YORK	4,500
FRESH AIR FUND, NEW YORK, NEW YORK	1,000
FRIENDS OF ALBANY RURAL CEMETARY, ALBANY, NEW YORK	2,000
FRIENDS OF OLANA, INC., HUDSON, NEW YORK	500
FRIENDS OF PRUYN HOUSE, ALBANY, NEW YORK	300
GILDA'S CLUB WORLDWIDE, NEW YORK, NEW YORK	1,000
GIRL'S, INC. OF THE GREATER CAPITAL REGION, SCHENECTADY, NEW YORK	3,000
GREATER LOUDONVILLE ASSOC., LOUDONVILLE, NEW YORK	1,000
HIGH PEAKS HOSPICE & PALLIATIVE CARE, INC.	1,000
HISTORIC ALBANY FOUNDATION, ALBANY, NEW YORK	2,000
HISTORIC CHERRY HILL, ALBANY, NEW YORK	2,000
INTERFAITH PARTNERSHIP FOR THE HOMELESS, ALBANY, NEW YORK	3,000
LAKE CHAMPLAIN COMMITTEE, LAKE CHAMPLAIN, NEW YORK	1,000
LAKE CHAMPLAIN MARITIME MUSEUM, LAKE CHAMPLAIN, NEW YORK	300

DAVID AND CANDACE WEIR FOUNDATION  
FORM 990-PF  
CALENDAR YEAR - 2011  
ID# 13-3797919

CONTRIBUTIONS PAID, PART XV, PAGE 10, LINE 3a:

LITERACY VOLUNTEERS OF AMERICA, ALBANY, NEW YORK	\$	500
LITTLE SISTERS OF THE POOR, PAWTUCKET, RHODE ISLAND		1,000
LITTLE SISTERS OF THE POOR, LATHAM, NEW YORK		1,000
MAKE-A-WISH FOUNDATION OF AMERICA, PHOENIX, ARIZONA		1,000
MEALS ON WHEELS OF SYRACUSE NEW YORK, INC., SYRACUSE, NEW YORK		1,000
METROPOLITAN MUSEUM OF ART, NEW YORK, NEW YORK		25,000
MUSEUM OF MODERN ART, NEW YORK, NEW YORK		465,000
NATIONAL MUSEUM OF RACING, SARATOGA SPRINGS, NEW YORK		1,000
NATIONAL MUSEUM OF WOMEN IN THE ARTS, WASHINGTON, D.C.		1,000
NATIONAL PUBLIC RADIO, WASHINGTON, DC		10,000
NATIONAL TRUST FOR HISTORIC PRESERVATION IN THE U.S., WASHINGTON, D.C.		20,000
NETWORK FOR GOOD, BETHESDA, MARYLAND		500
NEW YORK HISTORICAL SOCIETY, NEW YORK, NEW YORK		5,000
NORTH COUNTRY SPCA, KEENE VALLEY, NEW YORK		5,000
NYS TROOPER FOUNDATION, LATHAM, NEW YORK		2,000
PRESERVATION LEAGUE OF NEW YORK STATE, ALBANY, NEW YORK		5,500
RENSSELAER COUNTY HISTORICAL SOCIETY, RENSSELAER, NEW YORK		200
RUNYAN - WINCHELL CANCER FUND, ALBANY, NEW YORK		1,000
SARATOGA AUTOMOBILE MUSEUM, SARATOGA SPRINGS, NEW YORK		500
SECOND STAGE THEATRE, NEW YORK, NEW YORK		30,000
SHAKER FIRE DEPARTMENT, LOUDONVILLE, NEW YORK		1,000
SHAKER HERITAGE SOCIETY, LOUDONVILLE, NEW YORK		1,000
SHAKER VILLAGE, PLEASANT HILL, KENTUCKY		1,000
ST. ANDREWS ROMAN CATHOLIC CHURCH, NEW YORK, NEW YORK		1,000
ST. ANNE'S FOUNDATION, ALBANY, NEW YORK		500
ST. ELIZABETH'S CHURCH, ELIZABETHTOWN, NEW YORK		1,000
ST. MARGARET'S CENTER, ALBANY, NEW YORK		200
ST. MARY'S CHURCH, ALBANY, NEW YORK		5,000
ST. PATRICK'S PARISH, ALBANY, NEW YORK		1,000
ST. PETER'S HOSPITAL FOUNDATION, ALBANY, NEW YORK		1,000
ST. PHILIP NERI, WESTPORT, NEW YORK		1,000
ST. PIUS CHURCH, LOUDONVILLE, NEW YORK		3,000
THE GARDEN CONSERVANCY, COLD SPRING, NEW YORK		2,500
THE MOUNT SINAI MEDICAL CENTER, NEW YORK, NEW YORK		1,000
THE NATURE CONSERVANCY, BLOCK ISLAND, RHODE ISLAND		10,000
THE NEXT STEP, INC , ALBANY, NEW YORK		3,000
THE RUSSELL FERBER FOUNDATION, NEW YORK, NEW YORK		80
THE WOMEN'S FUND OF THE CAPITAL REGION, ALBANY, NEW YORK		1,000
TIMES UNION HOPE FUND, ALBANY, NEW YORK		1,000
VASSAR COLLEGE, POUGHKEEPSIE, NEW YORK		5,000
VERMONT ETV, BURLINGTON, VERMONT		1,000
WADHAMS FREE LIBRARY, WADHAMS, NEW YORK		500
WAMC NORTHEAST PUBLIC RADIO, ALBANY, NEW YORK		1,000
WESTPORT DEPOT THEATRE, WESTPORT, NEW YORK		1,000
WESTPORT LIBRARY, WESTPORT, NEW YORK		3,000
WESTPORT RESCUE SQUAD, WESTPORT, NEW YORK		500
WILDWOOD FOUNDATION, INC., SCHENECTADY, NEW YORK		10,000
WILDWOOD PROGRAMS, INC , SCHENECTADY, NEW YORK		1,000
WMHT, TROY, NEW YORK		5,000
YADDO, SARATOGA SPRINGS, NEW YORK		11,500
<b>TOTAL</b>		<b>897,380</b>

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

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SOURCE	AMOUNT
C.L. KING & ASSOCIATES, INC.	3,967.
PCM PARTNERS LP, II	79.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	4,046.

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FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
C.L. KING & ASSOCIATES, INC.	39,600.	0.	39,600.
PCM PARTNERS LP, II	1,032.	0.	1,032.
TOTAL TO FM 990-PF, PART I, LN 4	40,632.	0.	40,632.

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FORM 990-PF ACCOUNTING FEES STATEMENT 3

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BROWN & FITZGERALD, PC	3,500.	0.		3,500.
TO FORM 990-PF, PG 1, LN 16B	3,500.	0.		3,500.

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FORM 990-PF TAXES STATEMENT 4

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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	66,601.	0.		0.
TO FORM 990-PF, PG 1, LN 18	66,601.	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
ADMINISTRATIVE FEES	1,177.	427.		750.
FOREIGN TAXES	28.	28.		0.
STORAGE FEES	10,972.	0.		0.
INSURANCE	3,558.	0.		0.
TO FORM 990-PF, PG 1, LN 23	15,735.	455.		750.

## FORM 990-PF

## CORPORATE STOCK

STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
50,000 SHS JABIL CIRCUIT, INC.	1,008,610.	983,000.
30,000 SHS KIRKLANDS, INC.	3,408,000.	3,990,000.
100,000 SHS POWERWAVE TECH, INC.	1,061,862.	208,000.
20000 SHS COMTECH TELECOMMUNICATIONS CORP.	587,800.	572,400.
2,000 SHS COMTECH TELECOMMUNICATIONS CORP.	0.	0.
24,975 SHS COMTECH TELECOMMUNICATIONS CORP.	0.	0.
40,000 SHS SYMMETRICOM, INC.	272,358.	215,600.
10,000 SHS SYMMETRICOM, INC.	41,445.	53,900.
46,100 SHS CENVEO, INC.	0.	0.
40,000 SHS CRAY, INC.	293,564.	258,800.
44,754 SHS VIASYSTEMS GROUP, INC.	202,658.	757,238.
60000 SHS BEBE STORES, INC.	386,099.	499,800.
3100 SHS CENVEO, INC.	0.	0.
40,000 SHS CRAY, INC.	209,252.	258,800.
30,000 SHS FINISH LINE, INC.	426,898.	578,550.
80,000 SHS HARMONIC, INC.	472,858.	403,200.
5,246 SHS VIASYSTEMS GROUP, INC.	113,401.	88,762.
21,117 SHS OBAGI MEDICAL PRODUCTS, INC.	237,297.	214,549.
200,000 SHS ORTHOVITA, INC.	0.	0.
50,000 SHS STAGE STORES, INC.	662,507.	694,500.
70,000 SHS TTM TECHNOLOGIES, INC.	700,101.	767,200.
20,000 SHS JABIL CIRCUIT, INC.	292,179.	393,200.
50,000 SHS PHOTRONICS, INC.	386,365.	304,000.
80,600 SHS NEW YORK & CO., INC.	285,783.	214,396.
10,000 SHS FOSSIL, INC.	1,060,000.	793,600.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,109,037.	12,249,495.



FORM 990-PF

OTHER INVESTMENTS

STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PCM PARTNERS LP, II	COST	256,611.	334,751.
PCM PARTNERS INTERNATIONAL, LTD. - PARTNERSHIP INTEREST	COST	3,600,000.	7,083,806.
ARTWORK	COST	1,002,836.	1,002,836.
TOTAL TO FORM 990-PF, PART II, LINE 13		4,859,447.	8,421,393.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION  
PART XV, LINES 2A THROUGH 2D

STATEMENT 8

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

CANDACE K. WEIR  
9 ELK STREET  
ALBANY, NY 12207

TELEPHONE NUMBER

FORM AND CONTENT OF APPLICATIONS

LETTER WITH SUPPORTING ATTACHMENTS TO FULLY DISCLOSE CHARITABLE PURPOSE OF APPLICANT.

ANY SUBMISSION DEADLINES

NO

RESTRICTIONS AND LIMITATIONS ON AWARDS

NO

**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No. 1545-1709

► **File a separate application for each return.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.**Electronic filing (e-file)** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits***Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete

Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Type or print  File by the due date for filing your return. See Instructions	Name of exempt organization or other filer, see instructions.  <b>DAVID AND CANDACE WEIR FOUNDATION</b>	Employer identification number (EIN) or  <input checked="" type="checkbox"/> <b>13-3797919</b>
	Number, street, and room or suite no. If a P.O. box, see instructions. <b>c/o C.L. KING &amp; ASSOCIATES, INC., 9 ELK ST.</b>	Social security number (SSN) <input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. <b>ALBANY, NY 12207</b>	

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-T (corporation)	07
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

**FOUNDATION**

- The books are in the care of ►
- 9 ELK STREET - ALBANY, NY 12207**

Telephone No. ► **518 431-3500**

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.

- 1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **August 15, 2012**, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
- ☒ calendar year **2011** or
- ☐ tax year beginning \_\_\_\_\_, and ending \_\_\_\_\_.

- 2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
- ☐ Change in accounting period

3a 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.	3a	\$	<b>26,137.</b>
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.	3b	\$	<b>48,000.</b>
c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	<b>0.</b>

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EQ and Form 8879-EQ for payment instructions

LHA For Privacy Act and Paperwork Reduction Act Notice, see Instructions.

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