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Form 990-PF

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

OMB No 1545-0052

2011

Department of the Treasury Internal Revenue Service

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

For calendar year 2011, or tax year beginning 01-01-2011, and ending 12-31-2011

Check all that apply: Initial return, Amended return, Initial return of a former public charity, Address change, Final return, Name change

Name of foundation: HESS REGINA CHARITABLE TRUST (PF)
Employer identification number: 16-6552691
Telephone number: (716) 842-5506
City or town, state, and ZIP code: BUFFALO, NY 14203
Check type of organization: Section 501(c)(3) exempt private foundation
Fair market value of all assets at end of year: \$ 566,837
Accounting method: Cash

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

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

Part II Balance Sheets		Beginning of year		End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing		757	757	
	2 Savings and temporary cash investments	15,487	55,653	55,653	
	3 Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0	
	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 ▶ _____ 0				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	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)	529,404 <input checked="" type="checkbox"/>	465,062	510,427	
	14 Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15 Other assets (describe ▶ _____)					
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	544,891	521,472	566,837		
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ▶ _____)				
	23 Total liabilities (add lines 17 through 22)		0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds	544,891	521,472		
	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)	544,891	521,472			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions)	544,891	521,472			

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	544,891
2	Enter amount from Part I, line 27a	2	-23,431
3	Other increases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	3	12
4	Add lines 1, 2, and 3	4	521,472
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	521,472

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	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	2,117
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	28,590	577,762	0.049484
2009	24,481	507,753	0.048214
2008	29,567	600,709	0.04922
2007	53,410	740,560	0.072121
2006	15,805	692,851	0.022812

2	Total of line 1, column (d).	2	0.241851
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	0.04837
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	606,847
5	Multiply line 4 by line 3.	5	29,353
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	68
7	Add lines 5 and 6.	7	29,421
8	Enter qualifying distributions from Part XII, line 4.	8	30,430

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 VI Excise 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	68
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	68
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	68
6	Credits/Payments		
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	276
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	276
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
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	208
11	Enter the amount of line 10 to be Credited to 2012 estimated tax ▶ 68 Refunded ▶	11	140

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?		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)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ \$ _____ (2) On foundation managers ▶ \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
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? <i>If "Yes," attach the statement required by General Instruction T.</i>		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?	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) ▶ AL _____		
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? <i>If "No," attach explanation .</i>	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)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		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 ▶ _____	13	Yes	
14 The books are in care of ▶ <u>MANUFACTURERS AND TRADERS BANK</u> Telephone no ▶ <u>(716) 842-5506</u> Located at ▶ <u>ONE MT PLAZA 8TH FLR BUFFALO NY</u> ZIP+4 ▶ <u>14203</u>			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____				
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			No
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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?</p>	5b	
	6b	No
	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
MANUFACTURERS AND TRADERS BANK ONE MT PLAZA 8TH FLR BUFFALO, NY 14203	TRUSTEE 1	5,984		

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
NONE		

Total number of others receiving over \$50,000 for professional services. **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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	
2	
3 All other program-related investments. See page 24 of the instructions	

Total. Add lines 1 through 3.

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	594,676
b	Average of monthly cash balances.	1b	21,412
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	616,088
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	616,088
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	9,241
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	606,847
6	Minimum investment return. Enter 5% of line 5.	6	30,342

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	30,342
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	68
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	68
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	30,274
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	30,274
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	30,274

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	30,430
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	30,430
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	68
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	30,362

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				30,274
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only.			1,382	
b Total for prior years 2009, 20__, 20__		0		
3 Excess distributions carryover, if any, to 2011				
a From 2006.				0
b From 2007.				0
c From 2008.				0
d From 2009.				0
e From 2010.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ <u>30,430</u>				
a Applied to 2010, but not more than line 2a			1,382	
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)		0		
c Treated as distributions out of corpus (Election required—see page 26 of the instructions).	0			
d Applied to 2011 distributable amount.				29,048
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2011 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions		0		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions			0	
f Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011				1,226
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).	0			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions).	0			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2007.	0			
b Excess from 2008.	0			
c Excess from 2009.	0			
d Excess from 2010.	0			
e Excess from 2011.	0			

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)

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

Part XV Supplementary Information (Complete this part only if the 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

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

- c** Any submission deadlines

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

Part XV **Supplementary Information** (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 30,430
b <i>Approved for future payment</i>				
Total				3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code...
a Transfers from the reporting foundation to a noncharitable exempt organization of
(1) Cash.
(2) Other assets.
b Other transactions
(1) Sales of assets to a noncharitable exempt organization.
(2) Purchases of assets from a noncharitable exempt organization.
(3) Rental of facilities, equipment, or other assets.
(4) Reimbursement arrangements.
(5) Loans or loan guarantees.
(6) Performance of services or membership or fundraising solicitations.
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

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.

Table with 4 columns: (a) Line No, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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.
Signature of officer or trustee: ***** Date: 2012-05-02 Title: *****
Preparer's Signature: MICHELE L DORE Date: 2012-05-02
Firm's name: THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN:
Firm's address: 9711 FARRAR COURT SUITE 110 RICHMOND, VA 23236 Phone no: (804) 727-3150

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

Additional Data

Software ID:

Software Version:

EIN: 16-6552691

Name: HESS REGINA CHARITABLE TRUST (PF)

Form 990PF - Special Condition Description:

Special Condition Description

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
10 TARGET CORPORATION		2009-04-23	2011-01-10
2 NETFLIX COM INC		2010-04-08	2011-01-12
6 NETFLIX COM INC		2010-10-20	2011-01-12
12 MICROSOFT CORP COMMON		2010-01-20	2011-01-13
36 MICROSOFT CORP COMMON		2009-11-09	2011-01-13
4 AMAZON COM INCORPORATED		2009-04-13	2011-01-24
24 ARM HOLDINGS PLC		2010-01-29	2011-01-24
12 EXPEDITORS INTL WASH INC		2009-04-13	2011-01-24
6 CELGENE CORPORATION		2010-07-29	2011-02-08
30 CELGENE CORPORATION		2009-07-07	2011-02-08
30 DOLLAR TREE INC		2010-09-15	2011-02-08
127 936 LSV VALUE EQUITY FUND STRATEGY		2009-07-07	2011-02-10
2 ALEXION PHARMACEUTICALS INC		2010-12-20	2011-02-10
4 ALLERGAN INC COMMON		2009-04-13	2011-02-10
416 ALPINE GLOBAL PREMIER PPTYS		2009-04-23	2011-02-10
2 APPLE COMPUTER INC COMMON		2009-04-13	2011-02-10
6 ARM HOLDINGS PLC		2010-01-29	2011-02-10
2 CAMERON INTERNATIONAL CORP		2010-10-15	2011-02-10
2 CHIPOTLE MEXICAN GRILL-CL A		2011-02-08	2011-02-10
2 CITRIX SYSTEMS INCORPORATED		2010-07-29	2011-02-10
4 COGNIZANT TECHNOLOGY SOLUTIONS CORP		2009-04-13	2011-02-10
2 CREE RESEARCH INC COMMON		2009-12-23	2011-02-10
4 EXPEDITORS INTL WASH INC		2009-04-13	2011-02-10
2 EXPRESS SCRIPTS INC		2010-02-09	2011-02-10
59 399 HARBOR INTERNATIONAL FUND #11		2009-04-13	2011-02-10
420 ING CLARION GLOBAL R/E INCOME FD		2009-04-23	2011-02-10
2 INTUITIVE SURGICAL INC		2009-04-13	2011-02-10
6 JOHNSON CONTROLS INC COMMON ~		2010-12-23	2011-02-10
4 JUNIPER NETWORKS INCORPORATED		2009-04-13	2011-02-10
57 LOWES COS INC COMMON		2010-01-29	2011-02-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
169 697 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2011-02-10
266 417 MTB MID CAP GRWTH-INST I-FD #401		2008-02-12	2011-02-10
257 58 MTB LGE CAP VAL-INST I #327		2004-10-07	2011-02-10
508 497 MTB LGE CAP GRWTH-INST I #299		2005-11-28	2011-02-10
379 97 MTB INTL EQ-INST I-FD #270		2006-10-27	2011-02-10
41 001 MASTERS SELECT INTERNATIONAL FD #306		2007-06-25	2011-02-10
2 MONSANTO COMPANY NEW		2011-01-26	2011-02-10
2 OCCIDENTAL PETROLEUM CORP		2010-10-15	2011-02-10
2 PERRIGO COMPANY		2010-06-10	2011-02-10
6 QUALCOMM INCORPORATED		2009-04-13	2011-02-10
612 316 RIDGEWORTH SEIX FLT RATE HI INC CL I		2007-08-27	2011-02-10
26 ROCKWELL COLLINS		2010-07-29	2011-02-10
2 SCHLUMBERGER LTD COMMON ~		2009-04-13	2011-02-10
8 SCHWAB CHARLES CORPORATION		2009-04-13	2011-02-10
2 TARGET CORPORATION		2009-04-29	2011-02-10
2 UNION PACIFIC CORP COMMON ~		2009-04-13	2011-02-10
023 ALPINE GLOBAL PREMIER PPTYS		2011-01-28	2011-02-17
6 EXPRESS SCRIPTS INC		2010-02-09	2011-03-09
10 F5 NETWORKS INC		2010-01-29	2011-03-17
4 F5 NETWORKS INC		2010-08-31	2011-03-17
8 UNION PACIFIC CORP COMMON ~		2009-04-23	2011-03-17
8 CREE RESEARCH INC COMMON		2010-08-12	2011-03-24
6 CREE RESEARCH INC COMMON		2010-09-27	2011-03-24
14 CREE RESEARCH INC COMMON		2009-12-23	2011-03-24
30 TARGET CORPORATION		2010-01-29	2011-03-29
8 TARGET CORPORATION		2010-08-12	2011-03-29
2 APPLE COMPUTER INC COMMON		2009-04-13	2011-04-06
65 659 LSV VALUE EQUITY FUND STRATEGY		2009-07-07	2011-04-08
2 CITRIX SYSTEMS INCORPORATED		2010-07-29	2011-04-08
4 319 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2011-04-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2 EXPEDITORS INTL WASH INC		2009-04-13	2011-04-08
4 FREEPORT MCMORAN COPPER/GOLD		2011-01-26	2011-04-08
8 498 GUINNESS ATKINSON CHINA & HONG KONG		2008-10-13	2011-04-08
13 321 GUINNESS ATKINSON - GLBL ENERGY FD		2011-02-10	2011-04-08
7 39 HARBOR INTERNATIONAL FUND #11		2009-04-13	2011-04-08
66 319 LAZARD EMRG-MKTS EQ PORTFOLIO CL I		2008-02-12	2011-04-08
1 717 MFS EMERGING MARKETS DEBT FD-CL I		2009-09-24	2011-04-08
48 25 MTB SM CAP GRWTH-INST I-FD #555		2006-12-04	2011-04-08
35 365 MTB MID CAP GRWTH-INST I-FD #401		2008-07-14	2011-04-08
52 757 MTB LGE CAP VAL-INST I #327		2004-10-07	2011-04-08
6 299 MTB INTL EQ-INST I-FD #270		2006-10-27	2011-04-08
7 109 MAINSTAY EPOCH GLOBAL EQ YIELD CL I		2010-05-11	2011-04-08
21 343 MASTERS SELECT INTERNATIONAL FD #306		2007-06-25	2011-04-08
2 POTASH CORP OF SASKATCHEWAN		2010-12-08	2011-04-08
28 184 RS GLOBAL NATURAL RESOURCES CL Y		2010-02-11	2011-04-08
8 QUALCOMM INCORPORATED		2009-04-13	2011-04-14
6 FREEPORT MCMORAN COPPER/GOLD		2011-01-26	2011-05-13
6 OCCIDENTAL PETROLEUM CORP		2010-10-15	2011-05-13
10 POTASH CORP OF SASKATCHEWAN		2010-12-08	2011-05-13
67 SCHWAB CHARLES CORPORATION		2009-07-07	2011-06-09
4 SCHWAB CHARLES CORPORATION		2010-08-31	2011-06-09
22 SCHWAB CHARLES CORPORATION		2010-12-17	2011-06-09
2 INTUITIVE SURGICAL INC		2009-07-07	2011-07-13
3 INTUITIVE SURGICAL INC		2009-04-23	2011-07-22
2 CAMERON INTERNATIONAL CORP		2011-03-09	2011-07-27
2 CATERPILLAR INC COMMON		2011-04-08	2011-07-27
2 ALLERGAN INC COMMON		2011-07-27	2011-07-28
2 CHIPOTLE MEXICAN GRILL-CL A		2011-07-27	2011-07-28
10 JUNIPER NETWORKS INCORPORATED		2011-07-27	2011-07-28
20 JUNIPER NETWORKS INCORPORATED		2009-09-24	2011-07-28

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2 JUNIPER NETWORKS INCORPORATED		2010-07-29	2011-07-28
2 MONSANTO COMPANY NEW		2011-02-08	2011-07-28
41 JUNIPER NETWORKS INCORPORATED		2009-07-07	2011-08-16
4 JOHNSON CONTROLS INC COMMON ~		2011-04-08	2011-09-16
46 JOHNSON CONTROLS INC COMMON ~		2011-02-17	2011-09-16
2 EXPRESS SCRIPTS INC		2011-04-08	2011-09-19
6 EXPRESS SCRIPTS INC		2010-04-20	2011-09-19
20 FREEPORT MCMORAN COPPER/GOLD		2011-02-08	2011-09-22
4 ALEXION PHARMACEUTICALS INC		2011-03-09	2011-09-26
2 ALEXION PHARMACEUTICALS INC		2011-07-27	2011-09-26
20 ILLUMINA INC		2011-04-08	2011-09-26
12 ILLUMINA INC		2011-07-28	2011-09-26
1 99887 ACME PACKET INC		2011-08-16	2011-09-27
2 00113 ACME PACKET INC		2011-08-16	2011-09-27
2 CB RICHARD ELLIS GROUP INC-A		2011-04-08	2011-09-27
2 CITRIX SYSTEMS INCORPORATED		2011-07-28	2011-09-27
2 COGNIZANT TECHNOLOGY SOLUTIONS CORP		2011-09-16	2011-09-27
2 EXPEDITORS INTL WASH INC		2011-07-27	2011-09-27
2 POTASH CORP OF SASKATCHEWAN		2011-02-08	2011-09-27
2 SCHLUMBERGER LTD COMMON ~		2011-04-08	2011-09-27
2 ALEXION PHARMACEUTICALS INC		2011-09-27	2011-10-20
2 ALEXION PHARMACEUTICALS INC		2011-01-24	2011-10-20
2 ARM HOLDINGS PLC		2011-09-27	2011-10-20
9 654 ARTIO GLOBAL HIGH INCOME CL I		2011-04-08	2011-10-20
3 466 ARTIO GLOBAL HIGH INCOME CL I		2010-04-29	2011-10-20
2 BIOGEN IDEC INC		2011-09-27	2011-10-20
2 CITRIX SYSTEMS INCORPORATED		2010-09-27	2011-10-20
49 104 DWS FLOATING RATE CL I		2011-02-10	2011-10-20
4 DOLLAR TREE INC		2011-09-27	2011-10-20
98 129 DREYFUS INTERNATIONAL BOND CL I		2011-02-10	2011-10-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
54 863 DREYFUS INTERNATIONAL BOND CL I		2009-09-24	2011-10-20
4 EMC CORPORATION COMMON		2011-05-13	2011-10-20
78 11606 FEDERATED ULTRA SHORT BOND CL I		2011-04-08	2011-10-20
2 99894 FEDERATED ULTRA SHORT BOND CL I		2011-02-10	2011-10-20
2 GOOGLE INC CL A		2011-10-19	2011-10-20
11 094 MFS EMERGING MARKETS DEBT FD-CL I		2010-07-30	2011-10-20
91 004 MFS EMERGING MARKETS DEBT FD-CL I		2011-02-10	2011-10-20
630 88368 MTB SH TERM CORP BD-INST I-#518		2010-10-20	2011-10-20
29 28032 MTB SH TERM CORP BD-INST I-#518		2010-10-20	2011-10-20
318 832 MTB INCOME FUND-INST I-FD #143		2010-05-11	2011-10-20
959 966 MTB INCOME FUND-INST I-FD #143		2011-04-08	2011-10-20
2 629 MAINSTAY EPOCH GLOBAL EQ YIELD CL I		2011-02-10	2011-10-20
25 69 MAINSTAY EPOCH GLOBAL EQ YIELD CL I		2010-10-20	2011-10-20
2 QUALCOMM INCORPORATED		2011-07-27	2011-10-20
165 659 RIDGEWORTH SEIX FLT RATE HI INC CL I		2007-08-27	2011-10-20
8 SPDR S&P DIVIDEND ETF		2010-05-11	2011-10-20
2 SPDR S&P DIVIDEND ETF		2011-02-10	2011-10-20
4 PERRIGO COMPANY		2011-01-24	2011-10-28
2 ACME PACKET INC		2011-08-16	2011-11-18
120 994 LSV VALUE EQUITY FUND STRATEGY		2011-10-20	2011-11-18
140 325 LSV VALUE EQUITY FUND STRATEGY		2010-10-20	2011-11-18
42 33438 ALPINE GLOBAL PREMIER PPTYS		2011-01-28	2011-11-18
17 66562 ALPINE GLOBAL PREMIER PPTYS		2011-01-28	2011-11-18
102 ALPINE GLOBAL PREMIER PPTYS		2010-05-11	2011-11-18
2 AMAZON COM INCORPORATED		2011-10-20	2011-11-18
2 779 ARTIO GLOBAL HIGH INCOME CL I		2011-02-10	2011-11-18
8 CBRE CLARION GLBL REAL ESTATE INCOME		2011-04-08	2011-11-18
14 CBRE CLARION GLBL REAL ESTATE INCOME		2011-10-20	2011-11-18
140 CBRE CLARION GLBL REAL ESTATE INCOME		2010-02-11	2011-11-18
2 COGNIZANT TECHNOLOGY SOLUTIONS CORP		2011-09-16	2011-11-18

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
3 918 DWS FLOATING RATE CL I		2011-02-10	2011-11-18
6 995 GUINNESS ATKINSON CHINA & HONG KONG		2011-02-10	2011-11-18
3 287 GUINNESS ATKINSON - GLBL ENERGY FD		2011-02-10	2011-11-18
53 932 HARBOR INTERNATIONAL FUND #11		2010-05-11	2011-11-18
26 046 HARBOR INTERNATIONAL FUND #11		2011-10-20	2011-11-18
6 227 LAZARD EMRG-MKTS EQ PORTFOLIO CL I		2008-02-12	2011-11-18
108 833 LITMAN GREGORY MSTR SLCT INT'L CL I		2011-10-20	2011-11-18
127 512 LITMAN GREGORY MSTR SLCT INT'L CL I		2010-05-11	2011-11-18
2 LULULEMON ATHLETICA INC-W/I		2011-07-27	2011-11-18
3 087 MFS EMERGING MARKETS DEBT FD-CL I		2011-02-10	2011-11-18
57 662 MTB SM CAP GRWTH-INST I-FD #555		2007-08-27	2011-11-18
15 678 MTB MID CAP GRWTH-INST I-FD #401		2011-10-20	2011-11-18
18 348 MTB MID CAP GRWTH-INST I-FD #401		2008-07-14	2011-11-18
169 16956 MTB LGE CAP VAL-INST I #327		2006-10-27	2011-11-18
453 90444 MTB LGE CAP VAL-INST I #327		2006-12-04	2011-11-18
2378 96677 MTB LGE CAP GRWTH-INST I #299		2007-12-04	2011-11-18
203 95523 MTB LGE CAP GRWTH-INST I #299		2005-11-28	2011-11-18
271 41148 MTB INTL EQ-INST I-FD #270		2006-12-04	2011-11-18
1782 49052 MTB INTL EQ-INST I-FD #270		2008-08-26	2011-11-18
2 POLYPORE INTERNATIONAL INC		2011-07-27	2011-11-18
2 QUALCOMM INCORPORATED		2011-02-08	2011-11-18
11 045 RS GLOBAL NATURAL RESOURCES CL Y		2011-02-10	2011-11-18
4 438 RIDGEWORTH SEIX FLT RATE HI INC CL I		2007-08-27	2011-11-18
2 ARM HOLDINGS PLC		2010-07-29	2011-11-23
2 EMC CORPORATION COMMON		2011-05-13	2011-11-23
2 EXPEDITORS INTL WASH INC		2011-07-28	2011-11-23
2 EXPRESS SCRIPTS INC		2010-04-20	2011-11-23
2 POTASH CORP OF SASKATCHEWAN		2011-02-08	2011-11-23
68 CBRE GROUP INC		2011-04-14	2011-12-14
4 CBRE GROUP INC		2011-11-18	2011-12-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
2 POTASH CORP OF SASKATCHEWAN		2011-02-08	2011-12-14
2 POTASH CORP OF SASKATCHEWAN		2011-02-03	2011-12-14
24 POTASH CORP OF SASKATCHEWAN		2010-12-08	2011-12-14

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
552		390	162
374		162	212
1,121		716	405
337		370	-33
1,012		949	63
701		313	388
594		216	378
641		372	269
305		319	-14
1,527		1,248	279
1,490		1,378	112
1,840		1,232	608
176		163	13
291		188	103
2,846		1,494	1,352
719		239	480
173		54	119
113		84	29
514		493	21
133		109	24
298		93	205
105		110	-5
208		124	84
114		85	29
3,661		2,196	1,465
3,360		1,644	1,716
671		228	443
242		229	13
164		72	92
1,383		1,245	138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,965		3,812	-847
4,201		3,399	802
2,831		2,790	41
4,709		5,065	-356
3,549		4,776	-1,227
638		879	-241
149		146	3
194		169	25
143		118	25
338		244	94
5,548		5,841	-293
1,729		1,633	96
179		87	92
151		135	16
110		79	31
192		92	100
322		256	66
1,086		444	642
434		349	85
744		375	369
343		488	-145
257		313	-56
601		773	-172
1,477		1,296	181
394		425	-31
681		239	442
978		632	346
147		109	38
72		70	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
101		62	39
232		214	18
343		186	157
465		425	40
481		273	208
1,484		1,466	18
25		24	1
877		1,084	-207
569		456	113
596		571	25
61		79	-18
113		94	19
347		458	-111
118		93	25
1,179		827	352
417		325	92
295		321	-26
621		508	113
514		465	49
1,081		1,160	-79
65		56	9
355		376	-21
727		300	427
1,217		362	855
103		123	-20
209		221	-12
164		164	
656		658	-2
240		298	-58
480		497	-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
48		56	-8
150		150	
907		752	155
121		164	-43
1,391		1,782	-391
82		112	-30
245		313	-68
649		1,082	-433
262		199	63
131		115	16
811		1,369	-558
486		787	-301
96		104	-8
96		105	-9
29		56	-27
116		146	-30
135		130	5
85		99	-14
99		121	-22
129		185	-56
132		135	-3
132		86	46
53		56	-3
91		102	-11
33		37	-4
202		196	6
125		140	-15
444		468	-24
319		306	13
1,659		1,601	58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
928		885	43
94		111	-17
715		718	-3
27		28	-1
1,164		1,177	-13
160		162	-2
1,310		1,306	4
6,454		6,498	-44
300		302	-2
3,207		3,147	60
9,657		9,445	212
39		40	-1
384		375	9
105		112	-7
1,426		1,580	-154
410		393	17
102		106	-4
366		285	81
77		104	-27
1,544		1,531	13
1,791		1,758	33
230		293	-63
96		122	-26
555		605	-50
408		462	-54
26		29	-3
55		66	-11
96		97	-1
963		621	342
132		130	2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
36		37	-1
198		269	-71
87		105	-18
2,864		2,329	535
1,383		1,395	-12
114		138	-24
1,382		1,404	-22
1,619		2,221	-602
100		124	-24
45		44	1
898		1,155	-257
226		221	5
264		237	27
1,629		2,231	-602
4,371		5,909	-1,538
19,056		23,042	-3,986
1,634		2,051	-417
2,141		3,394	-1,253
14,064		19,896	-5,832
115		141	-26
112		111	1
399		429	-30
38		42	-4
52		32	20
44		56	-12
80		97	-17
86		104	-18
83		121	-38
974		1,818	-844
57		77	-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
78		121	-43
78		126	-48
936		1,117	-181

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			162
			212
			405
			-33
			63
			388
			378
			269
			-14
			279
			112
			608
			13
			103
			1,352
			480
			119
			29
			21
			24
			205
			-5
			84
			29
			1,465
			1,716
			443
			13
			92
			138

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-847
			802
			41
			-356
			-1,227
			-241
			3
			25
			25
			94
			-293
			96
			92
			16
			31
			100
			66
			642
			85
			369
			-145
			-56
			-172
			181
			-31
			442
			346
			38
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			39
			18
			157
			40
			208
			18
			1
			-207
			113
			25
			-18
			19
			-111
			25
			352
			92
			-26
			113
			49
			-79
			9
			-21
			427
			855
			-20
			-12
			-2
			-58
			-17

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-8
			155
			-43
			-391
			-30
			-68
			-433
			63
			16
			-558
			-301
			-8
			-9
			-27
			-30
			5
			-14
			-22
			-56
			-3
			46
			-3
			-11
			-4
			6
			-15
			-24
			13
			58

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			43
			-17
			-3
			-1
			-13
			-2
			4
			-44
			-2
			60
			212
			-1
			9
			-7
			-154
			17
			-4
			81
			-27
			13
			33
			-63
			-26
			-50
			-54
			-3
			-11
			-1
			342
			2

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - I

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-1
			-71
			-18
			535
			-12
			-24
			-22
			-602
			-24
			1
			-257
			5
			27
			-602
			-1,538
			-3,986
			-417
			-1,253
			-5,832
			-26
			1
			-30
			-4
			20
			-12
			-17
			-18
			-38
			-844
			-20

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			-43
			-48
			-181

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>				
TRINITY ACADEMY ATTN SISTER MARY ANN SPA233 W CHERRY ST SHENANDOAH,PA 17976	NONE	EDUCATIONAL	GENERAL PURPOSES	6,086
AMERICAN RED CROSS-SCHE NRTHUMBD1402 LAUREL BOULEVARD POTTSVILLE,PA 17901	NONE	PUBLIC	GENERAL PURPOSES	6,086
MARIAN CATHOLIC HIGH SCHOOL 166 MARIAN AVENUE TAMAQUA,PA 18252	NONE	EDUCATIONAL	GENERAL PURPOSES	3,043
NATIVITY BVM HIGH SCHOOLONE LAWTONS HILL POTTSVILLE,PA 17901	NONE	EDUCATIONAL	GENERAL PURPOSES	3,043
ST GEORGE'S CHURCH129 WS JARDIN ST SHENANDOAH,PA 17976	NONE	RELIGIOUS	GENERAL PURPOSES	6,086
AMERICAN CANCER SOCIETY NATIONAL OFFICE OF PROBATPO BOX 720366 OKLAHOMA CITY,OK 73162	NONE	PUBLIC	GENERAL PURPOSES	6,086
Total				30,430

▶ 3a

TY 2011 Investments - Other Schedule

Name: HESS REGINA CHARITABLE TRUST (PF)

EIN: 16-6552691

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
DOLLAR TREE	AT COST	1,519	1,662
MTB INT'L FD #270	AT COST	29,807	32,488
PRICELINE	AT COST	1,378	1,871
MTB LGE CAP #327	AT COST	28,888	30,119
CITRIX SYSTEMS	AT COST	1,877	1,943
CAMERON INTL	AT COST	1,887	2,066
NETFLIX			
MFS EMERGING	AT COST	11,015	11,454
MTB SMALL CAP #555	AT COST	16,980	15,331
JOHNSON CONTROLS			
MAINSTAY	AT COST	5,371	5,875
MTB SH TERM #518	AT COST	49,353	50,159
HARBOR INT'L	AT COST	15,992	22,689
GUINNESS ATKINSON	AT COST	5,788	6,198
ROCKWELL COLLINS			
ARTIO GLOBAL	AT COST	6,176	5,686
DREYFUS INTL BD	AT COST	16,889	17,160
STARWOOD HOTELS	AT COST	1,845	1,823
MTB LARGE CAP GRWTH #299	AT COST	17,548	16,344
LAZARD EMERG	AT COST	15,980	16,157
MASTERS SELECT			
RIDGEWORTH	AT COST	17,340	17,179
MTB MID CAP #401	AT COST	14,770	21,219
MTB INCOME #143	AT COST	76,300	82,091
POTASH CORP			
EXPEDITORS INT	AT COST	1,231	1,352
UNION PACIFIC	AT COST	1,791	2,543
AMAZON COM	AT COST	787	1,731
LOWES COMPANIES			
TARGET			
SCHLUMBERGER	AT COST	1,764	2,186
SCHWAB CHARLES CORP			
ALLERGAN INC	AT COST	1,676	2,808
CELGENE CORP			
INTUITIVE			
APPLE	AT COST	1,275	3,645
COGNIZANT	AT COST	1,246	2,894
CREE			
F5 NETWORKS			
GOOGLE	AT COST	1,135	1,938
JUNIPER NETWORKS			
MICROSOFT CORP			
QUALCOMM	AT COST	2,002	2,462
LSV VALUE	AT COST	26,351	31,653
ALPINE GLOBAL PREM	AT COST	5,307	7,065
CBRE CLARION GLOGAL RE INC FD	AT COST	967	1,689
OCCIDENTAL PETE	AT COST	1,835	1,874
ALEXION PHARM	AT COST	1,400	2,431
EXPRESS SCRIPTS	AT COST	1,284	1,251
PERRIGO CO	AT COST	1,507	2,530
ARM HOLDINGS	AT COST	465	1,384
RS GLOBAL	AT COST	15,321	16,844
SPDR S&P	AT COST	11,560	12,282
DWS FLOATING RATE PLUS	AT COST	5,991	5,708
FEDERATED ULTRA SHORT BD	AT COST	5,758	5,721
MTB SHORT DURATION GOVT #120	AT COST	5,740	5,740
MONSANTO CO	AT COST	2,047	1,962
CATERPILLAR INC	AT COST	1,883	1,631
POLYPORE INTL INC	AT COST	1,573	1,144
CHIPOTLE MIXICAN GRILL INC	AT COST	1,634	2,026
LULULEMON ATHLETICA INC	AT COST	1,422	1,400
BIOGEN IDEC INC	AT COST	1,117	1,321
ACME PACKET INC	AT COST	1,565	1,051
EMC CORP MASS	AT COST	1,920	1,508
VISA INC	AT COST	1,359	1,421
GUINNESS ATKINSON GLOBAL ENERG	AT COST	6,731	5,558
LITMAN GREGORY MASTERS INTL	AT COST	10,715	14,160

TY 2011 Legal Fees Schedule

Name: HESS REGINA CHARITABLE TRUST (PF)

EIN: 16-6552691

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES - PRINCIPAL (ALLOCA	500	500		

TY 2011 Other Expenses Schedule

Name: HESS REGINA CHARITABLE TRUST (PF)

EIN: 16-6552691

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	140	140		0

TY 2011 Other Increases Schedule

Name: HESS REGINA CHARITABLE TRUST (PF)

EIN: 16-6552691

Description	Amount
ADJUSTMENT DUE TO ROUNDING OF SALES	12

TY 2011 Taxes Schedule

Name: HESS REGINA CHARITABLE TRUST (PF)

EIN: 16-6552691

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1	1		0
FEDERAL TAXES PRIOR YEAR BALAN	274	0		0
FEDERAL ESTIMATED TAX DEPOSITS	276	0		0
FOREIGN TAXES ON QUALIFIED FOR	248	248		0
FOREIGN TAXES ON NONQUALIFIED	14	14		0