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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

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

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning

, and ending

Name of foundation THE EMILY HALL TREMAINE FOUNDATION INC.		A Employer identification number 22-2533743
Number and street (or P.O. box number if mail is not delivered to street address) 171 ORANGE STREET	Room/suite	B Telephone number (203) 639-5547
City or town, state, and ZIP code NEW HAVEN, CT 06510		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) \$ 78,089,752. (Part I, column (d) must be on cash basis)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <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				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		545.	545.		STATEMENT 1
4 Dividends and interest from securities		1,376,672.	1,376,672.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,871,354.			
b Gross sales price for all assets on line 6a 65,822,790.					
7 Capital gain net income (from Part IV, line 2)			2,871,354.		
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		4,248,571.	4,248,571.		
13 Compensation of officers, directors, trustees, etc.		175,834.	0.		175,834.
14 Other employee salaries and wages		203,733.	0.		203,733.
15 Pension plans, employee benefits		112,685.	0.		112,685.
16a Legal fees STMT 3		4,560.	0.		4,560.
b Accounting fees STMT 4		14,700.	0.		14,700.
c Other professional fees STMT 5		176,149.	176,149.		0.
17 Interest					
18 Taxes STMT 6		65,731.	0.		24,899.
19 Depreciation and depletion		36,146.	0.		
20 Occupancy		25,500.	0.		25,500.
21 Travel, conferences, and meetings		71,310.	0.		71,310.
22 Printing and publications					
23 Other expenses STMT 7		146,971.	0.		141,588.
24 Total operating and administrative expenses. Add lines 13 through 23		1,033,319.	176,149.		774,809.
25 Contributions, gifts, grants paid		3,819,738.			3,819,738.
26 Total expenses and disbursements. Add lines 24 and 25		4,853,057.	176,149.		4,594,547.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<604,486.>			
b Net investment income (if negative, enter -0-)			4,072,422.		
c Adjusted net income (if negative, enter -0-)				N/A	

W

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments			428,398.	255,742.	255,742.
	3 Accounts receivable ▶					
	Less: allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less: allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable ▶					
	Less: allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges			3,567.	7,735.	7,735.
	10a Investments - U.S. and state government obligations					
	b Investments - corporate stock	STMT 8		4,498,115.	5,039,883.	7,280,556.
	c Investments - corporate bonds					
11 Investments - land, buildings, and equipment basis ▶						
Less: accumulated depreciation ▶						
12 Investments - mortgage loans						
13 Investments - other	STMT 9		73,063,605.	72,115,339.	70,248,149.	
14 Land, buildings, and equipment: basis ▶	STMT 10	358,233.				
Less: accumulated depreciation ▶	STMT 10	66,718.	322,495.	291,515.	291,515.	
15 Other assets (describe ▶ <u>SECURITY DEPOSITS</u>)			4,575.	6,055.	6,055.	
16 Total assets (to be completed by all filers)			78,320,755.	77,716,269.	78,089,752.	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable					
22 Other liabilities (describe ▶ <u>STATEMENT 11</u>)			127,678.	3,735.		
23 Total liabilities (add lines 17 through 22)			127,678.	3,735.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted			78,193,077.	77,712,534.	
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.					
	27 Capital stock, trust principal, or current funds					
	28 Paid-in or capital surplus, or land, bldg., and equipment fund					
29 Retained earnings, accumulated income, endowment, or other funds						
30 Total net assets or fund balances			78,193,077.	77,712,534.		
31 Total liabilities and net assets/fund balances			78,320,755.	77,716,269.		

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 78,193,077.
2 Enter amount from Part I, line 27a	2 <604,486.>
3 Other increases not included in line 2 (itemize) ▶ <u>DEFERRED TAXES</u>	3 123,943.
4 Add lines 1, 2, and 3	4 77,712,534.
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 77,712,534.

Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 65,822,790.		62,951,436.	2,871,354.
b			
c			
d			
e			

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	
a			2,871,354.
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	2,871,354.
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	4,491,024.	82,317,942.	.054557
2009	3,971,455.	75,340,938.	.052713
2008	5,029,218.	90,946,582.	.055299
2007	4,961,804.	100,422,028.	.049410
2006	4,619,980.	93,451,560.	.049437

2 Total of line 1, column (d)	2	.261416
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	.052283
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	84,506,198.
5 Multiply line 4 by line 3	5	4,418,238.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	40,724.
7 Add lines 5 and 6	7	4,458,962.
8 Enter qualifying distributions from Part XII, line 4	8	4,594,547.

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	40,724.
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	40,724.
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	40,724.
6 Credits/Payments:			
a 2011 estimated tax payments and 2010 overpayment credited to 2011	6a	48,790.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	20,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	68,790.	
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	28,066.	
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax <input checked="" type="checkbox"/> 28,066. Refunded <input type="checkbox"/>	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> CT		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

4b		X
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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

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

N/A

☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870

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

N/A

7b**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		175,834.	21,979.	11,463.

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
NICOLE CHEVALIER - 418 SECOND AVENUE, WEST HAVEN, CT 06516	PROGRAM DIR 32.00	65,049.	8,131.	10,063.
ASHLEY SKLAR - 1390 LONG HILL ROAD, GUILFORD, CT 06437	PROGRAM DIR 40.00	57,218.	7,153.	8,718.

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

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
COMMONFUND SECURITIES INC		
15 OLD DANBURY ROAD, WILTON, CT 06897	ASSET MANAGER	121,916.
THE LONDON COMPANY - 1801 BAYBERRY COURT,		
SUITE 301, RICHMOND, VA 23226	ASSET MANAGER	50,505.

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	84,404,573.
b	Average of monthly cash balances	1b	1,097,006.
c	Fair market value of all other assets	1c	291,515.
d	Total (add lines 1a, b, and c)	1d	85,793,094.
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	85,793,094.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,286,896.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	84,506,198.
6	Minimum investment return. Enter 5% of line 5	6	4,225,310.

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

1	Minimum investment return from Part X, line 6	1	4,225,310.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	40,724.
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	40,724.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,184,586.
4	Recoveries of amounts treated as qualifying distributions	4	30,000.
5	Add lines 3 and 4	5	4,214,586.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	4,214,586.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	4,594,547.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	4,594,547.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	40,724.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,553,823.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1 Distributable amount for 2011 from Part XI, line 7				4,214,586.
2 Undistributed income, if any, as of the end of 2011				
a Enter amount for 2010 only			2,276,883.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2011:				
a From 2006				
b From 2007				
c From 2008				
d From 2009				
e From 2010				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ \$ 4,594,547.				
a Applied to 2010, but not more than line 2a			2,276,883.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2011 distributable amount				2,317,664.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus: Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012				1,896,922.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2007				
b Excess from 2008				
c Excess from 2009				
d Excess from 2010				
e Excess from 2011				

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

N/A

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

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

- b 85% of line 2a**

- c** Qualifying distributions from Part XII,
line 4 for each year listed

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

- e** Qualifying distributions made directly for active conduct of exempt activities.

- 3** Subtract line 2d from line 2c
Complete 3a, b, or c for the
alternative test relied upon:

- a "Assets" alternative test - enter:**

- (1) Value of all assets**

- (2) Value of assets qualifying under section 4942(j)(3)(B)(i)**

- b** "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

- c "Support" alternative test - enter:**

- (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)**

- (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

- (3) Largest amount of support from an exempt organization**

- (4) Gross investment income**

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

- c Any submission deadlines:**

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A BROKEN UMBRELLA THEATRE, INC 14 BURTON STREET NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,500.
ALDRICH MUSEUM OF CONTEMPORARY ART 258 MAIN STREET RIDGEFIELD, CT 06877	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
ALLENTOWN ART MUSEUM FIFTH & COURT STREETS, PO BOX 117 ALLENTOWN, PA 18105	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
ALTON OCHSNER MEDICAL FOUNDATION 1516 JEFFERSON HIGHWAY, BRENT HOUSE, SUITE 240 NEW ORLEANS, LA 70121	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
AMERICAN CANCER SOCIETY HOOD & PORTLAND TO COAST, 0330 SOUTHWEST CURRY ST PORTLAND , OR 97239	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	3,819,738.
b Approved for future payment				
CHILDREN'S MUSEUM OF TACOMA 936 BROADWAY TACOMA, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
CITIZENS FOR PENNSYLVANIA'S FUTURE 610 NORTH THIRD STREET HARRISBURG, PA 17101-1113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CLEAN ENERGY FINANCE & INVESTMENT AUTHORITY 865 BROOK STREET ROCKY HILL, CT 06067	NONE	PUBLIC CHARITY	OPERATING SUPPORT	52,500.
Total SEE CONTINUATION SHEET(S)			▶ 3b	985,331.

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
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- | | | Yes | No |
|--|---|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| | a Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| | b Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | X | |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X | |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | | |

[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		

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: Setqit Date: 10-24-2012 Title: PRESIDENT
 Signature of preparer: _____ Date: _____ Title: _____
 Signature of taxpayer: _____ Date: _____ Title: _____

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DEBORAH A. HOPKINS	<i>Deborah A. Hopkins</i>	9/19/12		P00167843
	Firm's name ▶ KAHN, LITWIN, RENZA & CO. LTD.			Firm's EIN ▶ 05-0409384	
	Firm's address ▶ 951 NORTH MAIN STREET PROVIDENCE, RI 02904			Phone no. 401-274-2001	

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ANDREW K DWYER FOUNDATION 756 GUARD HILL ROAD BEDFORD, MA 10506	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
ARTISTS' ASSOCIATION OF NANTUCKET P.O. BOX 1104 NANTUCKET, MA 02554	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ARTS & BUSINESS COUNCIL OF GREATER BOSTON 249 A STREET, STUDIO 14 BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
ARTS CONNECTION 520 8TH AVENUE, SUITE 321 NEW YORK, NY 10018	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
ARTS COUNCIL OF GREATER NEW HAVEN 70 AUDUBON STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ARTS COUNCIL OF NEW ORLEANS 818 HOWARD AVENUE, STE 300 NEW ORLEANS, LA 70113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
ARTSERVE MICHIGAN ONE CLOVER COURT WIXOM, MI 48393	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
ASPETUCK LAND TRUST PO BOX 444 WESTPORT, CT 06881	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ASSOCIATION OF COMMUNITY EMPLOYMENT (ACE) PROGRAMS FOR THE HOMELESS 598 BROADWAY 7TH FLOOR NEW YORK, NY 10012	NONE	PUBLIC CHARITY	OPERATING SUPPORT	900.
BABE RUTH BIRTHPLACE AND MUSEUM 216 EMORY STREET BALTIMORE, MD 21230	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total from continuation sheets				3,796,238.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

<div>Recipient</div> <div>Name and address (home or business)</div>	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
BABSON COLLEGE 231 FOREST STREET WELLESLEY, MA 02481	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
BALLROOM CULTURAL ARTS FOUNDATION 108 E SAN ANTONIO STREET MARFA, TX 79843	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
BIG BROTHER ASSOCIATION OF BOSTON 75 FEDERAL STREET, 5TH FL BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
BRADLEY J. FETCHET MEMORIAL FOUNDATION 49 SUNSET HILL ROAD NEW CANAAN, CT 06840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
BROWN UNIVERSITY P.O. BOX 1877 PROVIDENCE, RI 02912	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
CALIFORNIA COLLEGE OF THE ARTS 1111 EIGHTH STREET SAN FRANCISCO, CA 94107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
CANCER SUPPORT TEAM 875 MAMARONECK AVENUE MAMARONECK, NY 10543	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
CASCADE HARVEST COALITION 9019 32ND AVENUE NE SEATTLE, WA 98115-3514	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
CASCADE LAND CONSERVANCY 615 SECOND AVENUE, STE 525 SEATTLE, WA 98104	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
CENTER FOR APPLIED SPECIAL TECHNOLOGY 39 CROSS STREET PEABODY, MA 01960	NONE	PUBLIC CHARITY	OPERATING SUPPORT	258,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CENTER FOR ARTS EDUCATION 225 WEST 34TH STREET, SUITE 112 NEW YORK, NY 10122	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
CENTER FOR EMERGING VISUAL ARTISTS THE BARCLAY, 237 SOUTH 18TH ST, STE 3A PHILADELPHIA, PA 19103	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
CENTRAL PARK CONSERVANCY, INC 14 EAST 60TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
CERES 99 CHAUNCY STREET BOSTON, MA 02111	NONE	PUBLIC CHARITY	OPERATING SUPPORT	35,000.
CHADD 8181 PROFESSIONAL PLACE, SUITE 150 LANDOVER, MD 20785	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
CHAGRIN RIVER LAND CONSERVANCY 3550 LANDER ROAD, SUITE 140 CLEVELAND, OH 44124	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
CHAIN FUND, INC 91 SHELTON AVENUE, STE 111 NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,200.
CHARLOTTESVILLE ALBEMARLE COMMUNITY FOUNDATION PO BOX 1767 CHARLOTTESVILLE, VA 22902-1767	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
CHASTAIN PARK CONSERVANCY 4001 POWERS FERRY ROAD ATLANTA, GA 30342	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
CHICAGO ARTISTS COALITION 1550 NORTH DAMEN AVENUE #201 CHICAGO, IL 60622	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CHILDREN'S MUSEUM OF TACOMA 936 BROADWAY SEATTLE, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
CITIZENS FOR A HEALTHY BAY 535 DOCK STREET, SUITE 213 TACOMA, WA 98402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
CITIZENS FOR PENNSYLVANIA'S FUTURE 610 NORTH THIRD STREET HARRISBURG, PA 17101-1113	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CITY SEED, INC PO BOX 2056 NEW HAVEN, CT 06521	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
CLEAN ENERGY FINANCE & INVESTMENT AUTHORITY 865 BROOK STREET ROCKY HILL, CT 06067	NONE	PUBLIC CHARITY	OPERATING SUPPORT	17,500.
CLEAN ENERGY FINANCE 10 SILVER RIVER COURT NORWALK, CT 06850	NONE	PUBLIC CHARITY	OPERATING SUPPORT	100,000.
CLEAN ENERGY FINANCE CENTER 20 BEECHTREE LANE WEST HARTFORD, CT 06107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	65,330.
CLEAN WATER FUND 645 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
CLEVELAND INSTITUTE OF ART 11141 EAST BOULEVARD, UNIVERSITY CIRCLE CLEVELAND, OH 44106-1797	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
CLEVELAND MUSEUM OF ART 11150 EAST BOULEVARD CLEVELAND, OH 44106-1797	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CLIMATE COMMUNITIES 1130 CONNECTICUT AVENUE NW, STE 300 WASHINGTON, DC 20036	NONE	PUBLIC CHARITY	OPERATING SUPPORT	54,608.
CLIMATE SOLUTIONS 610 EAST 4TH AVENUE OLYMPIA, WA 98501	NONE	PUBLIC CHARITY	OPERATING SUPPORT	18,000.
COLCHESTER LAND TRUST, INC PO BOX 93 COLCHESTER, CT 06415	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
COLLEGE ART ASSOCIATION 275 SEVENTH AVENUE NEW YORK, NY 10001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
COMMUNITY FUNDS, INC. AKA NEW YORK COMMUNITY TRUST 909 THIRD AVENUE NEW YORK, NY 10022	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
CONNECTICUT ASSOCIATION FOR CHILDREN WITH LEARNING DISABILITIES 25 VAN ZANT STREET, SUITE 15-5 EAST NORWALK, CT 06855	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
CONNECTICUT COUNCIL FOR PHILANTHROPY 221 MAIN STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	14,600.
CONNECTICUT FOOD BANK PO BOX 8686 NEW HAVEN, CT 06531	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,950.
CONNECTICUT FUND FOR THE ENVIRONMENT 205 WHITNEY AVENUE, 1ST FLOOR NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
CONNECTICUT NEWS PROJECT, INC 175 MAIN STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	25,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
CONSERVATION VOTERS OF SOUTH CAROLINA EDUCATION FUND 701 WHALEY STREET, STE 207 COLUMBIA, SC 29201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	95,000.
CONSULTATIVE GROUP ON BIOLOGICAL DIVERSITY PRESIDIO BLDG 1016, PO BOX 29361 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
CONTEMPORARY ARTS CENTER 44 EAST SIXTH STREET CINCINNATI, OH 45202	NONE	PUBLIC CHARITY	OPERATING SUPPORT	120,000.
CULTURAL ALLIANCE OF FAIRFIELD COUNTY 70 SANFORD STREET FAIRFIELD, CT 06824	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
DRAGONFLY DEVELOPMENT RESOURCES 51 FRONT STREET, STE 327 CUMBERLAND, RI 02864	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
EAGLEBROOK SCHOOL P.O. BOX 7 DEERFIELD, MA 01342-9988	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
EASTER SEAL SOCIETY FOR DISABLED CHILDREN AND ADULTS, INC. 4041 POWDER MILL RD, STE 100 CALVERTON, MD 20705	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
ELI WHITNEY MUSEUM 915 WHITNEY AVENUE HAMDEN, CT 06517	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
EMERGE, INC PO BOX 1190 STRATFORD, CT 06615	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
EMERGENCY FOOD NETWORK OF TACOMA 3318 92ND STREET SOUTH LAKEWOOD, WA 98499	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
ENVIRONMENT NORTHEAST P.O. BOX 313, 8 SUMMER STREET ROCKPORT, ME 04856-0313	NONE	PUBLIC CHARITY	OPERATING SUPPORT	110,000.
EPISCOPAL CHURCH OF ST PAUL & ST JAMES 57 OLIVE STREET NEW HAVEN, CT 05610	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,950.
FAIRFIELD COUNTRY DAY SCHOOL 2970 BRONSON ROAD FAIRFIELD, CT 06430	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
FAIRFIELD PUBLIC SCHOOLS 501 KING'S HIGHWAY EAST FAIRFIELD, CT 06825	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FAITH INTERNATIONAL FOUNDATION INC 239 FLAT SHOALS CHURCH ROAD STOCKBRIDGE, GA 30281	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FAY SCHOOL, INC PO BOX 9106 SOUTHBOROUGH, MA 01772	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
FISHERS ISLAND COMMUNITY CENTER P.O. BOX 464 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,500.
FISHERS ISLAND CONSERVANCY P.O. BOX 553 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
FISHERS ISLAND FIRE DEPARTMENT P.O. BOX 123 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
FISHERS ISLAND LIBRARY ASSOCIATION P.O. BOX 366 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FISHERS ISLAND RECREATIONAL PATH FOUNDATION P.O. BOX 143 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	32,000.
FOOD BANK OF LOWER FAIRFIELD COUNTY 461 GLENBROOK ROAD STAMFORD, CT 06906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
FOUNTAIN VALLEY SCHOOL OF COLORADO 6155 FOUNTAIN VALLEY SCHOOL RD COLORADO SPRINGS, CO 80911	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
FRANKLIN PORTER GRAHAM CHILD DEVELOPMENT INSTITUTE UNIVERSITY OF NORTH CAROLINA, CB 8185 CHAPEL HILL, NC 27599-8185	NONE	PUBLIC CHARITY	OPERATING SUPPORT	154,100.
FRIENDS OF MATERIALS FOR THE ARTS 33-00 NORTHERN BLVD 3RD FLOOR LONG ISLAND CITY, NY 11101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
FRIENDS OF THE NEW HAVEN ANIMAL SHELTER 670 WEST WOODS ROAD HAMDEN, CT 06518	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
GEORGETOWN CLIMATE CENTER GEORGETOWN UNIVERSITY, 600 NEW JERSEY AVE NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	60,000.
GIG HARBOR BOAT SHOP PO BOX 1187 GIG HARBOR, WA 98335	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,400.
GIG HARBOR PENINSULA HISTORICAL SOCIETY P.O. BOX 744 GIG HARBOR, WA 98335	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
GIRL SCOUTS OF CT 340 WASHINGTON STREET HARTFORD, CT 06106	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
GRANTMAKERS IN THE ARTS 4055 21ST AVENUE WEST, SUITE 100 SEATTLE, WA 98199	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
GREATER TACOMA COMMUNITY FOUNDATION P.O. BOX 1995 TACOMA, WA 98401-1995	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
GREENS FARMS ACADEMY 35 BEACHSIDE AVENUE, PO BOX 998 GREENS FARMS, CT 06838	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
HAITI LUMIERE DE DEMAIN, INC PO BOX 1114 FAIRFIELD, CT 06825	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
HATHAWAY BROWN SCHOOL 196000 NORTH PARK BOULEVARD SHAKER HEIGHTS, OH 44122	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
HENRY L. FERGUSON MUSEUM P.O. BOX 554 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,400.
HILL-STEAD MUSEUM 35 MOUNTAIN ROAD FARMINGTON, CT 06032	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
HILLSIDE SCHOOL ROBIN HILL ROAD MARLBOROUGH, MA 01752	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
INSIGHT MEDITATION SOCIETY 1230 PLEASANT STREET BARRE, MA 01005	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ISLAND HEALTH PROJECT P.O. BOX 344 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	32,500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
KENNEDY KRIEGER FOUNDATION 707 NORTH BROADWAY BALTIMORE, MD 21205-9851	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
LAND TRUST OF VIRGINIA PO BOX 14 MIDDLEBURG, VA 20118	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
LANDMARK SCHOOL 429 HALE STREET, PO BOX 227 PRIDES CROSSING, MA 01965	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
LAWRENCE AND MEMORIAL HOSPITAL 365 MONTAUK AVENUE NEW LONDON, CT 06320	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
LEGALART 924 LINCOLN ROAD, SUITE 205 MIAMI BEACH, FL 33139	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
LITERACY HOW 100 BROADWAY NORTH HAVEN, CT 06473	NONE	PUBLIC CHARITY	OPERATING SUPPORT	98,000.
LIVING CLASSROOMS FOUNDATION 802 SOUTH CAROLINA STREET BALTIMORE, MD 21231	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
LOOMIS CHAFFEE SCHOOL 4 BATCHELDER ROAD WINDSOR, CT 06095	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
LOST TREE VILLAGE CHARITABLE FOUNDATION 11555 LOST TREE WAY NORTH PALM BEACH, FL 33408	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
MADI PONTE FOUNDATION 20 JULIUS DRIVE EAST HAVEN, CT 06513	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
MADISON LAND CONSERVATION TRUST, INC PO BOX 561 MADISON, CT 06443	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
MARYLAND INSTITUTE COLLEGE OF ART 1300 WEST MOUNT ROYAL AVENUE BALTIMORE, MD 21217	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
MIDDLEBURY COLLEGE 5370 MIDDLEBURY COLLEGE MIDDLEBURY, VT 05753	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
MIDDLESEX COUNTY COMMUNITY FOUNDATION 211 SOUTH MAIN STREET MIDDLETOWN, CT 06457	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,400.
MIDDLESEX MEMORIAL HOSPITAL 28 CRESCENT STREET MIDDLETOWN, CT 06457-9939	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
MIT LIST VISUAL ARTS CENTER 20 AMES BUILDING E15 ATRIUM LEVEL CAMBRIDGE, MA 02139	NONE	PUBLIC CHARITY	OPERATING SUPPORT	120,000.
MUSEUM OF FINE ARTS BOSTON 465 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
MUSEUM OF FINE ARTS OF HOUSTON 1001 BISSENET AT MAIN HOUSTON, TX 77005	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
MUSIC HAVEN, INC 232 ST JOHN STREET, 1ST FL NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
NANTUCKET CONSERVATION FOUNDATION P.O. BOX 13 NANTUCKET, MA 02554	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
NATIONAL ASSOCIATION FOR THE EDUCATION OF YOUNG CHILDREN 1313 L STREET NW, SUITE 500 WASHINGTON, DC 20005	NONE	PUBLIC CHARITY	OPERATING SUPPORT	42,000.
NATIONAL CENTER FOR LEARNING DISABILITIES 381 PARK AVE SOUTH, STE 1420 NEW YORK, NY 10016	NONE	PUBLIC CHARITY	OPERATING SUPPORT	68,161.
NEW CAANAN ICE HOCKEY 26 GARIBALDI LANE NEW CANAAN, CT 06840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
NEW ENGLAND SCHOOL OF LAW 154 STUART STREET BOSTON, MA 02116	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
NEW HAVEN ECOLOGY PROJECT 358 SPRINGFIELD AVENUE NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
NEW HAVEN INTERNATIONAL FESTIVAL ARTS & IDEA 195 CHURCH STREET, 12 FL NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
NEW YORK ACADEMY OF ART 111 FRANKLIN STREET NEW YORK, NY 10013	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
NEW YORK FOUNDATION FOR THE ARTS 155 AVENUE OF THE AMERICAS, 14TH FL NEW YORK, NY 10013	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
NEW YORK HARBOR SCHOOL 400 IRVING AVENUE, 4TH FLOOR BROOKLYN, NY 11237	NONE	PUBLIC CHARITY	OPERATING SUPPORT	65,000.
NORTH STONINGTON CITIZENS LAND ALLIANCE P.O. BOX 327 NORTH STONINGTON, CT 06359	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
OHIO STATE UNIVERSITY ENARSON HALL, 154 W 12TH AVENUE COLUMBUS, OH 43210	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
OREGON ENVIRONMENTAL COUNCIL, INC 222 NW DAVIS STREET, STE 309 PORTLAND, OR 97209	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
PAN-MASSACHUSETTS CHALLENGE C/O AL COTE, 77TH 4TH AVENUE NEEDHAM, MA 02794	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
PAT TILLMAN FOUNDATION 2121 SOUTH MILL AVENUE, SUITE 214 TEMPE, AZ 85282	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,500.
PATRONS OF THE NEW HAVEN FREE PUBLIC LIBRARY, INC 133 ELM STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
PEACHTREE ROAD UNITED METHODIST CHURCH 3180 PEACHTREE ROAD NE ATLANTA, GA 30305-1831	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
PEOPLE FOR PUGET SOUND P.O. BOX 2807 SEATTLE, WA 98111	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
PEQUOT LIBRARY 720 PEQUOT AVENUE SOUTHPORT, CT 06490	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,500.
PINE STREET INN 444 HARRISON AVENUE BOSTON, MA 02118	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,400.
PLANNED PARENTHOOD OF CONNECTICUT, INC 345 WHITNEY AVENUE NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRATT INSTITUTE 200 WILLOUGHBY AVENUE BROOKLYN, NY 11205	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
PRESIDENT & FELLOWS OF HARVARD COLLEGE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
PROJECT EYE TO EYE 30 TOMPKINS PLACE BROOKLYN, NY 11231	NONE	PUBLIC CHARITY	OPERATING SUPPORT	150,000.
QUEBEC LABRADOR FOUNDATION 55 SOUTH MAIN STREET IPSWICH, MA 01938	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02906	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
ROCKY HILL HIGH SCHOOL 50 CHAPIN AVENUE ROCKY HILL, CT 06067	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
ROLLINS COLLEGE 1000 HOLT AVENUE, STE 2750 WINTER PARK, FL 32789-9642	NONE	PUBLIC CHARITY	OPERATING SUPPORT	3,200.
ROOM TO GROW NATIONAL, INC 54 WEST 21ST STREET, STE 401 NEW YORK, NY 10010	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SAIL NEWPORT INC 60 FORT ADAMS DRIVE NEWPORT, RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
SAILING FOUNDATION OF NEW YORK 150 EAST 73RD STREET, APT 6D NEW YORK, NY 10021	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SAINT ANNE'S BELFIELD SCHOOL 2132 IVY ROAD CHARLOTTESVILLE, VA 22903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
SAINT RAPHAEL FOUNDATION 1450 CHAPEL STREET NEW HAVEN, CT 06511	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
SALISBURY SCHOOL, INC. 251 CANAAN ROAD SALISBURY, CT 06068	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000.
SAN FRANCISCO ART INSTITUTE 800 CHESTNUT STREET SAN FRANCISCO, CA 94133	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SAVANNAH COLLEGE OF ART AND DESIGN PO BOX 3146 SAVANNAH, GA 31402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SMART MUSEUM OF ART, UNIVERSITY OF CHICAGO 5550 S GREENWOOD AVENUE CHICAGO, IL 60637	NONE	PUBLIC CHARITY	OPERATING SUPPORT	45,000.
SMITH COLLEGE ALUMNAE HOUSE NORTHAMPTON, MA 01063	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,100.
SOCIETY FOR CONSERVATION BIOLOGY 1017 O STREET NW WASHINGTON, DC 20001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,000.
SOLAR YOUTH, INC 53 WAYFARER STREET NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,300.
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE PO BOX 1765 CHARLESTON, SC 29402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
SOUTH CAROLINA ENERGY OFFICE 1200 SENATE STREET, 408 WADE HAMPTON BLDG COLUMBIA, SC 29201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
SOUTHEASTERN CENTER FOR CONTEMPORARY ART 750 MARGUERITE DRIVE WINSTON-SALEM, NC 27101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	40,000.
SOUTHERN CT CHURCH OF CHRIST 12 MEADOWBROOK ROAD FAIRFIELD, CT 06824	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
SOUTHERN POVERTY LAW CENTER, INC 400 WASHINGTON AVENUE MONTGOMERY, AL 36104	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
SPRINGBOARD FOR THE ARTS 308 PRINCE STREET, SUITE 270 SAINT PAUL, MN 55101	NONE	PUBLIC CHARITY	OPERATING SUPPORT	85,000.
ST PAUL'S IVY EPISCOPAL CHURCH PO BOX 37 IVY, PA 22945	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
STEPPING STONES MUSEUM FOR CHILDREN MATTHEWS PARK, 303 WEST AVENUE NORWALK, CT 06850	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
STERN CENTER FOR LANGUAGE AND LEARNING 135 ALLEN BROOK LANE WILLISTON, VT 05495	NONE	PUBLIC CHARITY	OPERATING SUPPORT	23,839.
SUFFIELD ACADEMY 185 NORTH MAIN STREET SUFFIELD, CT 06078	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
TACOMA ART MUSEUM 1701 PACIFIC AVENUE TACOMA, WA 98402-4399	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
TAFI SCHOOL CORPORATION 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
TENACITY, INC 367 WESTERN AVENUE, 2ND FLOOR BRIGHTON, MA 02135	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
THE ARTS COMPANY/ARTISTS IN CONTEXT 43 LINNAEAN STREET, SUITE 25 CAMBRIDGE, MA 02138	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
THE COALITION FOR GREEN CAPITAL 2001 K STREET NW, STE 802 WASHINGTON, DC 20006	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
THE EARLY CHILDHOOD INITIATIVE FOUNDATION 3250 SW THIRD AVENUE MIAMI, FL 33129	NONE	PUBLIC CHARITY	OPERATING SUPPORT	120,900.
THE GRAND CANYON TRUST 2601 N FORT VALLEY ROAD FLAGSTAFF, AZ 86001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	4,500.
THE HOTCHKISS SCHOOL PO BOX 800 LAKEVILLE, CT 06039	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
THE INSTITUTE OF CONTEMPORARY ART 955 BOYLSTON STREET BOSTON, MA 02115	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
THE KEYSTONE CENTER 1628 ST JOHNS ROAD KEYSTONE, CO 80435	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
THE KINCAID SCHOOL 201 KINCAID SCHOOL DRIVE HOUSTON, TX 77024	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
THE LANDSCAPE LIGHTING RESOURCES CORP 30 BRICKYARD ROAD TROY, NY 12182	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
THUNDERBIRD SCHOOL OF GLOBAL MANAGEMENT 15149 N 59TH AVENUE GLENDALE, AZ 85306	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
TIDES FOUNDATION THE PRESIDIO, PO BOX 29903 SAN FRANCISCO, CA 94129	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
TOWN OF FAIRFIELD ARTS COUNCIL PO BOX 320963 FAIRFIELD, CT 06825	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
TRINITY EPISCOPAL CHURCH P.O. BOX 400 SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,500.
UNION OF CONCERNED SCIENTISTS 2 BRATTLE SQUARE CAMBRIDGE, MA 02238	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
UNITED WAY OF CENTRAL MARYLAND P.O. BOX 1576 BALTIMORE, MD 21203	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
UNITED WAY OF MASSACHUSETTS BAY 51 SLEEPER STREET BOSTON, MA 02210	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,500.
UNITED WORKERS AKA BOYS & GIRLS CLUB OF NEW HAVEN 253-259 COLUMBUS AVENUE NEW HAVEN, CT 06519	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
UNIVERSITY CLUB FOUNDATION 76 EAST MONROE STREET CHICAGO, IL 60603	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

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
UNIVERSITY OF DENVER 2190 EAST ASBURY AVENUE DENVER, CO 80208	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
UNIVERSITY OF MARYLAND MEDICAL SYS FOUNDATION 110 S PACA STREET, 9TH FL BALTIMORE, MD 21202	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000.
UNIVERSITY OF TEXAS AT AUSTIN COLLEGE OF FINE ARTS 1 UNIVERSITY STATION, D1400 AUSTIN, TX 78712	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
UNIVERSITY OF VERMONT 85 SOUTH PROSPECT STREET BURLINGTON, VT 05405	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
UNIVERSITY OF WISCONSIN - MADISON 1848 UNIVERSITY AVENUE MADISON, WI 53726	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
VERMONT STUDIO CENTER, INC PO BOX 613 JOHNSON, VT 05656-0613	NONE	PUBLIC CHARITY	OPERATING SUPPORT	7,500.
VOCATIONAL GUIDANCE SERVICES 2239 EAST 55TH STREET CLEVELAND, OH 44103-4451	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
WAKEMAN'S MEMEORIAL ASSOCIATION PO BOX 118 SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
WASHINGTON MARKET SCHOOL 55 HUDSON STREET/134 DUANE STREET NEW YORK, NY 10013	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
WELLESLEY COLLEGE 106 CENTRAL STREET WELLESLEY, MA 02481	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WESTOVER SCHOOL WHITTEMORE ROAD, PO BOX 847 MIDDLEBURY, CT 06762	NONE	PUBLIC CHARITY	OPERATING SUPPORT	6,000.
WESTPORT ARTS CENTER 51 RIVERSIDE AVENUE WESTPORT, CT 06880	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WESTVILLE VILLAGE RENAISSANCE ALLIANCE PO BOX 3004, WESTVILLE STATION NEW HAVEN, CT 06515	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WILLIAMS COLLEGE 75 PARK STREET WILLIAMSTOWN, MA 01267	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500.
WORTHY AND FRAN JOHNSON SCHOLARSHIP 2537 POST ROAD SOUTHPORT, CT 06890	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000.
WVTF PUBLIC RADIO 3520 KINGSBURY ROAD ROANOKE, VA 24014	NONE	PUBLIC CHARITY	OPERATING SUPPORT	500.
YALE NEW HAVEN HOSPITAL 20 YORK STREET NEW HAVEN, CT 06510	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000.
YALE UNIVERSITY P.O. BOX 2038 NEW HAVEN, CT 06520	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500.
YEAR UP, INC. 13 SUMMER STREET, 5TH FL BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Approved for Future Payment (Continuation)

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
CLEAN ENERGY FINANCE CENTER 20 BEECHTREE LANE WEST HARTFORD, CT 06107	NONE	PUBLIC CHARITY	OPERATING SUPPORT	59,670.
CLEAN WATER FUND 645 FARMINGTON AVENUE HARTFORD, CT 06105	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
COLLEGE ART ASSOCIATION 275 SEVENTH AVENUE NEW YORK, NY 10001	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
COMMUNITY FUNDS, INC. AKA NEW YORK COMMUNITY TRUST 909 THIRD AVENUE NEW YORK, NY 10022	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000.
CONSERVATION VOTERS OF SOUTH CAROLINA EDUCATION FUND 701 WHALEY STREET, STE 207 COLUMBIA, SC 29201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	40,000.
ENVIRONMENTAL NORTHEAST PO BOX 583, 8 SUMMER STREER ROCKPORT, ME 04856-0313	NONE	PUBLIC CHARITY	OPERATING SUPPORT	90,000.
ISLAND HEALTH PROJECT PO BOX 344 FISHERS ISLAND, NY 06390	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
LITERACY HOW 100 BROADWAY NORTH HAVEN, CT 06473	NONE	PUBLIC CHARITY	OPERATING SUPPORT	67,000.
MARYLAND INSTITUTE COLLEGE OF ART 1300 WEST MOUNT ROYAL AVENUE BALTIMORE, MD 21217	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
NEW YORK HARBOR SCHOOL 400 IRVING AVENUE, 4TH FLOOR BROOKLYN, NY 11237	NONE	PUBLIC CHARITY	OPERATING SUPPORT	95,000.
Total from continuation sheets				807,831.

Part XV Supplementary Information**3 Grants and Contributions Approved for Future Payment (Continuation)**

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
OHIO STATE UNIVERSITY ENARSON HALL, 154 W 12TH AVENUE COLUMBUS, OH 43210	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
RHODE ISLAND SCHOOL OF DESIGN 2 COLLEGE STREET PROVIDENCE, RI 02903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
SAINT ANNE'S BELFIELD SCHOOL 2132 IVY ROAD CHARLOTTESVILLE, VA 22903	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000.
SOUTH CAROLINA COASTAL CONSERVATION LEAGUE PO BOX 1765 CHARLESTON, SC 29402	NONE	PUBLIC CHARITY	OPERATING SUPPORT	75,000.
STERN CENTER FOR LANGUAGE AND LEARNING 135 ALLEN BROOK LANE WILLISTON, VT 05495	NONE	PUBLIC CHARITY	OPERATING SUPPORT	66,161.
TAFT SCHOOL CORPORATION 110 WOODBURY ROAD WATERTOWN, CT 06795	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
UNIVERSITY OF TEXAS AT AUSTIN COLLEGE OF FINE ARTS 1 UNIVERSITY STATION, D1400 AUSTIN, TX 78712	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
UNIVERSITY OF WISCONSIN - MADISON 377 EDUCATION BLDG, 1000 BASCOM MALL MADISON, WI 53706-1398	NONE	PUBLIC CHARITY	OPERATING SUPPORT	20,000.
YEAR UP, INC. 13 SUMMER STREET, 5TH FL BOSTON, MA 02110	NONE	PUBLIC CHARITY	OPERATING SUPPORT	30,000.
Total from continuation sheets				

Asset Number	Description of property							
	Date placed in service	Method/ IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
4	PERIPHERAL COMPUTER							
	070594	200DB	5.00	17	448.		448.	0.
5	PERIPHERAL OFFICE							
	010794	200DB	5.00	17	125.		125.	0.
6	POLLACK CHARI							
	040893	200DB	7.00	17	1,276.		1,276.	0.
15	ANDY WORHOL							
	091594	NC	5.00		2,650.			0.
16	LAWLER'S							
	091594	NC	5.00		4,000.			0.
18	TWO CUBES							
	102494	NC	5.00		5,000.			0.
19	ROY LICHTENSTEIN							
	102494	NC	5.00		3,500.			0.
20	CHRISTO PACKAGED							
	102494	NC	5.00		4,500.			0.
22	ROBERT MOTHERWEL							
	102494	NC	5.00		3,500.			0.
24	MATISSE JAZZ PRINT							
	101494	NC	5.00		252.			0.
35	VIDEO PROJECTOR							
	110701	SL	5.00	16	1,930.		1,930.	0.
49	QUICKBOOKS PRO 2004							
	120804	SL	3.00	16	154.		154.	0.
50	2 INTEL COMPUTERS							
	121504	SL	5.00	16	2,150.		2,150.	0.
51	4 LCD MONITORS							
	121504	SL	5.00	16	1,800.		1,800.	0.
52	HP LASER PRINTER							
	121504	SL	5.00	16	1,250.		1,250.	0.
53	GMS SOFTWARE							
	121504	SL	3.00	16	2,190.		2,190.	0.
54	DELL ASSESSORIES							
	121504	SL	5.00	16	138.		138.	0.
56	RENIE HOME DELL LAPTOP							
	080505	SL	5.00	16	1,450.		1,450.	0.
58	DELL VIDEO PROJECTOR							
	110205	SL	5.00	16	1,468.		1,468.	0.
59	SCANNER							
	041006	SL	5.00	16	233.		221.	12.
60	ADOBE SOFTWARE							
	050406	SL	3.00	16	552.		552.	0.
61	DELL COMPUTER							
	092607	SL	5.00	16	1,260.		819.	252.
62	ADOBE PHOTOTSHOP							
	122707	SL	3.00	16	623.		623.	0.
63	NICOLE'S LAPTOP							
	122707	SL	5.00	16	1,292.		775.	258.
64	COMSERVE NETWORK SERVER							
	011508	SL	5.00	16	5,535.		3,320.	1,107.
65	COMSERVE LASER PRINTER							
	072808	SL	5.00	16	845.		408.	169.
66	DELL LAPTOP STATION							
	090908	SL	5.00	16	179.		84.	36.

Asset Number	Description of property							
	Date placed in service	Method/ IRC sec.	Life or rate	Line No.	Cost or other basis	Basis reduction	Accumulated depreciation/amortization	Current year deduction
67	FAX/COPIER							
	081108	SL	5.00	16	161.		78.	32.
68	AS & SJH CHAIRS							
	123008	SL	7.00	16	688.		196.	98.
69	NEW COMPUTER FOR PRESIDENT							
	042109	SL	5.00	16	1,389.		463.	278.
70	RE-FRAMING; SEPT 2010							
	093010	NC	.000		4,065.			0.
71	NASSOS DAPHNIS SILKSCREEN PRINT - GREY							
	123194	NC	.000					0.
72	NASSOS DAPHNIS SILKSCREEN PRINT - BLUE							
	123194	NC	.000					0.
73	AD REINHARDT, UNTITLED							
	123194	NC	.000					0.
74	LARRY POONS, UNTITLED							
	123194	NC	.000					0.
75	ASHLEY LAPTOP DELL							
	100110	SL	5.00	16	2,786.		139.	557.
76	XEROX WC7428P COPIER							
	080110	SL	5.00	16	8,260.		688.	1,652.
77	CHRYSSA, "GATES OF TIMES SQUARE," DARK GREY SILKSCREEN							
	123194	NC	.000					0.
78	CHRYSSA, "GATES OF TIMES SQUARE," - BLUE ON BLUE SILKSCREEN							
	123194	NC	.000					0.
79	SECURITY SYSTEM							
	100110	SL	5.00	16	6,035.		302.	1,207.
80	CAMERA							
	090110	SL	5.00	16	126.		8.	25.
81	10 STACKING CHAIRS & DOLLY							
	100110	SL	7.00	16	1,574.		56.	225.
82	HENRI MATISSE, "JAZZ SERIES 2 OF 4 PRINTS"							
	123194	NC	.000					0.
83	HENRI MATISSE, "JAZZ SERIES 3 OF 4 PRINTS"							
	123194	NC	.000					0.
84	HENRI MATISSE, "JAZZ SERIES 4 OF 4 PRINTS"							
	123194	NC	.000					0.
85	2 LATERAL FILE CABINETS IN FILE ROOM							
	100110	SL	7.00	16	984.		35.	141.
86	ROBERT INDIANA, "AMERICAN DREAM 1 OF 4 PRINTS - JACK							
	123194	NC	.000					0.
87	ROBERT INDIANA, "AMERICAN DREAM 2 OF 4 PRINTS" - JUKE							
	123194	NC	.000					0.
88	JASPER JOHN'S, "WHITE FLAG"							
	123194	NC	.000					0.
89	3 PEDESTAL FILE DRAWERS IN FILE ROOM							
	100110	SL	7.00	16	894.		32.	128.
90	REFRIGERATOR							
	100110	SL	7.00	16	624.		22.	89.
91	DISHWASHER							
	100110	SL	7.00	16	860.		31.	123.
92	6 MEMORY FOAM CHAIRS							
	100110	SL	7.00	16	1,286.		46.	184.
93	17 AIR CHAIRS							
	100110	SL	7.00	16	2,629.		94.	376.

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

SOURCE	AMOUNT
INTEREST	545.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	545.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
DIVIDENDS AND INTEREST	1,376,672.	0.	1,376,672.
TOTAL TO FM 990-PF, PART I, LN 4	1,376,672.	0.	1,376,672.

FORM 990-PF LEGAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL	4,560.	0.		4,560.
TO FM 990-PF, PG 1, LN 16A	4,560.	0.		4,560.

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	14,700.	0.		14,700.
TO FORM 990-PF, PG 1, LN 16B	14,700.	0.		14,700.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	176,149.	176,149.			0.
TO FORM 990-PF, PG 1, LN 16C	176,149.	176,149.			0.

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL TAX	40,832.	0.			0.
PAYROLL TAXES	24,899.	0.			24,899.
TO FORM 990-PF, PG 1, LN 18	65,731.	0.			24,899.

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
UTILITIES	9,120.	0.			9,120.
OFFICE EXPENSE	19,365.	0.			15,992.
COMPUTER/COPIER SERVICES	5,009.	0.			5,009.
FEES	2,423.	0.			2,284.
DUES AND SUBSCRIPTIONS	1,116.	0.			1,116.
MISCELLANEOUS EXPENSE	2,113.	0.			242.
PROPERTY EXPENSE	3,380.	0.			3,380.
SPECIAL PROJECTS	94,611.	0.			94,611.
INSURANCE	4,616.	0.			4,616.
EQUIPMENT RENTAL & MAINTENANCE	5,218.	0.			5,218.
TO FORM 990-PF, PG 1, LN 23	146,971.	0.			141,588.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK	5,039,883.	7,280,556.
TOTAL TO FORM 990-PF, PART II, LINE 10B	5,039,883.	7,280,556.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MONEY MARKET FUNDS	FMV	1,363,833.	1,363,833.
MUTUAL FUNDS	FMV	70,751,506.	68,884,316.
TOTAL TO FORM 990-PF, PART II, LINE 13		72,115,339.	70,248,149.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	10
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DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
PERIPHERAL COMPUTER	448.	448.	0.
PERIPHERAL OFFICE	125.	125.	0.
POLLACK CHARI	1,276.	1,276.	0.
ANDY WORHOL	2,650.	0.	2,650.
LAWLER'S	4,000.	0.	4,000.
TWO CUBES	5,000.	0.	5,000.
ROY LICHTENSTEIN	3,500.	0.	3,500.
CHRISTO PACKAGED	4,500.	0.	4,500.
ROBERT MOTHERWEL	3,500.	0.	3,500.
MATISSE JAZZ PRINT	252.	0.	252.
VIDEO PROJECTOR	1,930.	1,930.	0.
QUICKBOOKS PRO 2004	154.	154.	0.
2 INTEL COMPUTERS	2,150.	2,150.	0.
4 LCD MONITORS	1,800.	1,800.	0.
HP LASER PRINTER	1,250.	1,250.	0.
GMS SOFTWARE	2,190.	2,190.	0.
DELL ASSESSORIES	138.	138.	0.
RENIE HOME DELL LAPTOP	1,450.	1,450.	0.
DELL VIDEO PROJECTOR	1,468.	1,468.	0.
SCANNER	233.	233.	0.
ADOBE SOFTWARE	552.	552.	0.
DELL COMPUTER	1,260.	1,071.	189.

ADOBE PHOTOTSHOP	623.	623.	0.
NICOLE'S LAPTOP	1,292.	1,033.	259.
COMSERVE NETWORK SERVER	5,535.	4,427.	1,108.
COMSERVE LASER PRINTER	845.	577.	268.
DELL LAPTOP STATION	179.	120.	59.
FAX/COPIER	161.	110.	51.
AS & SJH CHAIRS	688.	294.	394.
NEW COMPUTER FOR PRESIDENT	1,389.	741.	648.
RE-FRAMING; SEPT 2010	4,065.	0.	4,065.
ASHLEY LAPTOP DELL	2,786.	696.	2,090.
XEROX WC7428P COPIER	8,260.	2,340.	5,920.
SECURITY SYSTEM	6,035.	1,509.	4,526.
CAMERA	126.	33.	93.
10 STACKING CHAIRS & DOLLY	1,574.	281.	1,293.
2 LATERAL FILE CABINETS IN FILE ROOM	984.	176.	808.
3 PEDESTAL FILE DRAWERS IN FILE ROOM	894.	160.	734.
REFRIGERATOR	624.	111.	513.
DISHWASHER	860.	154.	706.
6 MEMORY FOAM CHAIRS	1,286.	230.	1,056.
17 AIR CHAIRS	2,629.	470.	2,159.
6 - T1 TABLES	5,073.	906.	4,167.
2 - T2 TABLES	1,851.	330.	1,521.
T# TABLE	854.	153.	701.
CONFERENCE ROOM TABLE T4	907.	162.	745.
6 FILE CARTS	3,308.	591.	2,717.
2 ACCT & INTERN DESKS UNIT A	8,285.	1,479.	6,806.
2 PROGRAM DESKS UNIT B	11,774.	2,103.	9,671.
RECEPTION DESK UNIT C	4,174.	745.	3,429.
CREDENZA	3,369.	601.	2,768.
MIRROR	217.	43.	174.
LEASEHOLD IMPROVEMENTS	231,019.	28,877.	202,142.
SAFE	1,575.	225.	1,350.
IPAD	710.	35.	675.
PROJECTOR AND S	4,456.	148.	4,308.
TOTAL TO FM 990-PF, PART II, LN 14	358,233.	66,718.	291,515.

FORM 990-PF	OTHER LIABILITIES	STATEMENT	11
DESCRIPTION	BOY AMOUNT	EOY AMOUNT	
DEFERRED EXCISE TAXES	127,678.	3,735.	
TOTAL TO FORM 990-PF, PART II, LINE 22	127,678.	3,735.	

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JOHN M. TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
BURTON G. TREMAINE III 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
STEWART J. HUDSON 171 ORANGE STREET NEW HAVEN, CT 06510	PRESIDENT 40.00	175,834.	21,979.	11,463.
DOROTHY TREMAINE HILDT 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR EMERITUS 3.00	0.	0.	0.
PHILIP STANLEY 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
ATWOOD COLLINS, III 171 ORANGE STREET NEW HAVEN, CT 06510	TREASURER 3.00	0.	0.	0.
SARAH C. TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	CHAIR 3.00	0.	0.	0.
SUSAN TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
AMANDA GRANT STANLEY 171 ORANGE STREET NEW HAVEN, CT 06510	AT LARGE DIRECTOR 3.00	0.	0.	0.
JOHN MCGEAN TREMAINE JR 171 ORANGE STREET NEW HAVEN, CT 06510	AT LARGE DIRECTOR 3.00	0.	0.	0.
JORDAN NODELMAN 171 ORANGE STREET NEW HAVEN, CT 06510	AT LARGE DIRECTOR 3.00	0.	0.	0.

THE EMILY HALL TREMAINE FOUNDATION INC.

22-2533743

WYNDSOR DEPETRO 171 ORANGE STREET NEW HAVEN, CT 06510	AT LARGE DIRECTOR/SECRETAR 3.00	0.	0.	0.
HUNTER TREMAINE 171 ORANGE STREET NEW HAVEN, CT 06510	ASSOCIATE DIRECTOR 3.00	0.	0.	0.
WILLIAM O'BRIEN 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
LAUREN COLLINS 171 ORANGE STREET NEW HAVEN, CT 06510	DIRECTOR 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		<u>175,834.</u>	<u>21,979.</u>	<u>11,463.</u>

Depreciation and Amortization 990-PF
(Including Information on Listed Property)**2011**Attachment
Sequence No 179

▶ See separate instructions.

▶ Attach to your tax return.

Name(s) shown on return

Business or activity to which this form relates

Identifying number

THE EMILY HALL TREMAINE FOUNDATION INC. FORM 990-PF PAGE 1**22-2533743****Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I

1	Maximum amount (see instructions)	1	500,000.
2	Total cost of section 179 property placed in service (see instructions)	2	
3	Threshold cost of section 179 property before reduction in limitation	3	2,000,000.
4	Reduction in limitation Subtract line 3 from line 2. If zero or less, enter -0-	4	
5	Dollar limitation for tax year Subtract line 4 from line 1. If zero or less, enter -0- If married filing separately, see instructions	5	
6	(a) Description of property	(b) Cost (business use only)	(c) Elected cost
7	Listed property Enter the amount from line 29	7	
8	Total elected cost of section 179 property Add amounts in column (c), lines 6 and 7	8	
9	Tentative deduction Enter the smaller of line 5 or line 8	9	
10	Carryover of disallowed deduction from line 13 of your 2010 Form 4562	10	
11	Business income limitation Enter the smaller of business income (not less than zero) or line 5	11	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	12	
13	Carryover of disallowed deduction to 2012 Add lines 9 and 10, less line 12	13	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property.)

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	14	
15	Property subject to section 168(f)(1) election	15	
16	Other depreciation (including ACRS)	16	36,146.

Part III MACRS Depreciation (Do not include listed property) (See instructions)**Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2011	17	
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here		

Section B - Assets Placed in Service During 2011 Tax Year Using the General Depreciation System

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27 5 yrs	MM	S/L	
	/		27 5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

Section C - Assets Placed in Service During 2011 Tax Year Using the Alternative Depreciation System

20a Class life					S/L	
b 12-year			12 yrs		S/L	
c 40-year	/		40 yrs	MM	S/L	

Part IV Summary (See instructions)

21	Listed property. Enter amount from line 28	21	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return Partnerships and S corporations - see instr	22	36,146.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	23	

Part V**Listed Property** (Include automobiles, certain other vehicles, certain computers, and property used for entertainment, recreation, or amusement.)**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.**Section A - Depreciation and Other Information** (Caution: See the instructions for limits for passenger automobiles.)**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use							25	
26 Property used more than 50% in a qualified business use:								
		%						
		%						
		%						
27 Property used 50% or less in a qualified business use:								
		%			S/L -			
		%			S/L -			
		%			S/L -			
28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1							28	
29 Add amounts in column (i), line 26. Enter here and on line 7, page 1								29

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person.

If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle		(b) Vehicle		(c) Vehicle		(d) Vehicle		(e) Vehicle		(f) Vehicle	
30 Total business/investment miles driven during the year (do not include commuting miles)												
31 Total commuting miles driven during the year												
32 Total other personal (noncommuting) miles driven												
33 Total miles driven during the year Add lines 30 through 32												
34 Was the vehicle available for personal use during off-duty hours?	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No	Yes	No
35 Was the vehicle used primarily by a more than 5% owner or related person?												
36 Is another vehicle available for personal use?												

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners.		
39 Do you treat all use of vehicles by employees as personal use?		
40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
41 Do you meet the requirements concerning qualified automobile demonstration use?		

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.**Part VI Amortization**

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
42 Amortization of costs that begins during your 2011 tax year:					
43 Amortization of costs that began before your 2011 tax year					43
44 Total. Add amounts in column (f). See the instructions for where to report.					44

Application for Extension of Time To File an Exempt Organization Return

E-FILE
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 ☒ **X**
- 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 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.	Employer identification number (EIN) or
	THE EMILY HALL TREMAINE FOUNDATION INC.	<input checked="" type="checkbox"/> 22-2533743
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	171 ORANGE STREET	<input type="checkbox"/>
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW HAVEN, CT 06510	

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

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

STEWART J HUDSON, PRESIDENT

- The books are in the care of ► **171 ORANGE STREET - NEW HAVEN, CT 06510**
Telephone No. ► **(203) 639-5544** FAX No. ► **203-639-5545**
- 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:
► ☒ **X** 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	\$	28,790.
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	\$	8,790.
c Balance due. 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	\$	20,000.

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

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

Form 8868 (Rev. 1-2012)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

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

Enter filer's identifying number, see instructions	
Type or print Name of exempt organization or other filer, see instructions THE EMILY HALL TREMAINE FOUNDATION INC.	Employer identification number (EIN) or <input checked="" type="checkbox"/> 22-2533743
File by the due date for filing your return. See instructions. Number, street, and room or suite no. If a P O box, see instructions 171 ORANGE STREET	Social security number (SSN) <input type="checkbox"/>
City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW HAVEN, CT 06510	

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

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

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

- The books are in the care of **171 ORANGE STREET - NEW HAVEN, CT 06510**
Telephone No **(203) 639-5544** FAX No **203-639-5545**
- 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

- I request an additional 3-month extension of time until **NOVEMBER 15, 2012.**
- For calendar year **2011**, or other tax year beginning _____, and ending _____
- If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return
☐ Change in accounting period
- State in detail why you need the extension
ADDITIONAL TIME AND INFORMATION ARE NECESSARY IN ORDER TO PREPARE AN ACCURATE RETURN.

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$ 40,724.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$ 68,790.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$ 0.

Signature and Verification must be completed for Part II only.

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

Signature  Title **CPA**Date **8/9/12**

Form 8868 (Rev. 1-2012)