AMENDED RETURN

Return of Private Foundation

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

Form **990-PF**

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.

OMB No 1545-0052

2011

For calendar year 2011 or tax year beginning FEB 1, 2011 , and ending JAN 31, 2012

Name of foundation
THE DOROTHY AND MARSHALL M.
REISMAN FOUNDATION

A Employer identification number
16-6353565

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
PO BOX 130

B Telephone number
(315)251-2900

City or town, state, and ZIP code
DEWITT, NY 13214

C If exemption application is pending, check here ▶ [ ]

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

D 1. Foreign organizations, check here ▶ [ ]
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation
[ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 29,691,020.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (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 ▶ [ ]

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)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	10,591.	827.		STATEMENT 1
	4 Dividends and interest from securities	624,565.	617,732.		STATEMENT 2
	5a Gross rents	23,303.			STATEMENT 3
	b Net rental income or (loss) 23,303.				
	6a Net gain or (loss) from sale of assets not on line 10	1,015,670.			STATEMENT 4
	b Gross sales price for all assets on line 6a 7,283,475.				
	7 Capital gain net income (from Part IV, line 2)		835,930.		
	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	159.	159.		STATEMENT 5
	12 Total. Add lines 1 through 11	1,674,288.	1,454,648.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	141,367.	47,118.		94,249.
	14 Other employee salaries and wages	41,129.	13,710.		27,419.
	15 Pension plans, employee benefits	13,052.	4,351.		8,701.
	16a Legal fees STMT 6	12,056.	1,305.		10,751.
	b Accounting fees STMT 7	14,733.	4,911.		9,822.
	c Other professional fees STMT 8	166,767.	165,323.		1,444.
	17 Interest				
	18 Taxes STMT 9	19,479.	11,769.		0.
	19 Depreciation and depletion				
	20 Occupancy	26,987.	8,996.		17,991.
	21 Travel, conferences, and meetings	21,411.	7,137.		14,274.
	22 Printing and publications				
	23 Other expenses STMT 10	79,154.	24,857.		49,716.
	24 Total operating and administrative expenses. Add lines 13 through 23	536,135.	289,477.		234,367.
	25 Contributions, gifts, grants paid	3,588,960.			3,588,960.
	26 Total expenses and disbursements. Add lines 24 and 25	4,125,095.	289,477.		3,823,327.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	<2,450,807.>			
	b Net investment income (if negative, enter -0-)		1,165,171.		
	c Adjusted net income (if negative, enter -0-)			N/A	

Part II Balance Sheets

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

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets				
1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	1,197,723.	1,647,432.	1,647,467.
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			
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock STMT 12	28,658,008.	27,251,741.	27,627,169.
c	Investments - corporate bonds STMT 13	187,070.	187,070.	205,920.
11	Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶	981,933.		
12	Investments - mortgage loans			
13	Investments - other STMT 14	231,435.	203,935.	203,935.
14	Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
15	Other assets (describe ▶ STATEMENT 15)	0.	6,529.	6,529.
16	**Total assets** (to be completed by all filers)	31,256,169.	29,296,707.	29,691,020.
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 ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances				
	Foundations that follow SFAS 117, check here ▶ [ ] 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 ▶ [X] and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds	0.	0.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	31,256,169.	29,296,707.	
30	**Total net assets or fund balances**	31,256,169.	29,296,707.	
31	**Total liabilities and net assets/fund balances**	31,256,169.	29,296,707.	

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	31,256,169.
2	Enter amount from Part I, line 27a	2	<2,450,807.>
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 11	3	491,345.
4	Add lines 1, 2, and 3	4	29,296,707.
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	29,296,707.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	7,024,226.		6,188,296.	835,930.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				835,930.

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 — 835,930.

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	1,750,534.	31,824,512.	.055006
2009	1,257,373.	23,575,646.	.053334
2008	40,582.	773,185.	.052487
2007	57,076.	855,917.	.066684
2006	29,800.	685,175.	.043493

2	Total of line 1, column (d)	2	.271004
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	.054201
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	31,158,889.
5	Multiply line 4 by line 3	5	1,688,843.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	11,652.
7	Add lines 5 and 6	7	1,700,495.
8	Enter qualifying distributions from Part XII, line 4	8	3,823,327.

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 ▶ ☐ 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 ▶ ☒ and enter 1% of Part I, line 27b			1	11,652.
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	11,652.
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	11,652.
6	Credits/Payments:				
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	14,537.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d Tax Paid with Originally Filed Return			7	14,537.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ 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	2,885.
11	Enter the amount of line 10 to be: **Credited to 2012 estimated tax** ▶ 0. **Refunded** ▶			11	2,885.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 0. **(2)** On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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.*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) STMT 17	11	X	
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) SEE STATEMENT 16	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ WWW.REISMANFOUNDATION.ORG

14 The books are in care of ▶ ROBERT FALTER Telephone no. ▶ (315)251-2900
Located at ▶ PO BOX 130, DEWITT, NY ZIP+4 ▶ 13214

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
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	X	

See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ JAMAICA

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?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ 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)?	☐ Yes ☒ 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.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ______, ______, ______, ______				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No			
b	If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*		3b		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required *(continued)*

5a During the year did the foundation pay or incur any amount to:			
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A		5b	
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53 4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
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
ROBERT FALTER PO BOX 130 DEWITT, NY 13214	TRUSTEE 40.00	141,367.	0.	16,149.

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

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

Total number of other employees paid over $50,000 ▶ 0

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
HIRTLE, CALLAGHAN & CO. - FIVE TOWER BRIDGE, 300 BARR HARBOR DR, SUITE 500, WEST CONSH	INVESTMENT ADVISOR	142,467.
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.

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	26,325,561.
b	Average of monthly cash balances		1b	1,519,707.
c	Fair market value of all other assets		1c	3,788,122.
d	**Total** (add lines 1a, b, and c)		1d	31,633,390.
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	31,633,390.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	474,501.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	31,158,889.
6	**Minimum investment return.** Enter 5% of line 5		6	1,557,944.

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

1	Minimum investment return from Part X, line 6		1	1,557,944.
2a	Tax on investment income for 2011 from Part VI, line 5	2a 11,652.		
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b 63,118.		
c	Add lines 2a and 2b		2c	74,770.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	1,483,174.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	1,483,174.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	1,483,174.

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	3,823,327.
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	3,823,327.
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	11,652.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	3,811,675.

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					1,483,174.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				0.	
b Total for prior years: ______ , ______ , ______			0.		
3 Excess distributions carryover, if any, to 2011:					
a From 2006					
b From 2007	13,939.				
c From 2008	2,401.				
d From 2009	130,350.				
e From 2010	341,320.				
f Total of lines 3a through e		488,010.			
4 Qualifying distributions for 2011 from Part XII, line 4: ▶ $	3,823,327.				
a Applied to 2010, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required - see instructions)			0.		
c Treated as distributions out of corpus (Election required - see instructions)		0.			
d Applied to 2011 distributable amount					1,483,174.
e Remaining amount distributed out of corpus		2,340,153.			
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		2,828,163.			
b Prior years' undistributed income. Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions			0.		
e Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instr.				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7		0.			
9 **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a		2,828,163.			
10 Analysis of line 9:					
a Excess from 2007	13,939.				
b Excess from 2008	2,401.				
c Excess from 2009	130,350.				
d Excess from 2010	341,320.				
e Excess from 2011	2,340,153.				

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)

	Tax year	Prior 3 years			
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	(e) Total
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. 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 foundation had $5,000 or more in assets at any time during the year-see instructions.)

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

SEE STATEMENT 18

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*				
SEE STATEMENT A			PROGRAM SUPPORT	3,588,960.
Total			▶ 3a	3,588,960.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments	900099	649.	41	9,942.	
4 Dividends and interest from securities	900099	6,833.	41	617,732.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property	531120	23,303.	41		
6 Net rental income or (loss) from personal property					
7 Other investment income			14	159.	
8 Gain or (loss) from sales of assets other than inventory	531120	259,249.	41	756,421.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		290,034.		1,384,254.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,674,288.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3	INTEREST INCOME EARNED IS USED TO DISTRIBUTE GRANTS AND CONTRIBUTIONS
3	THROUGHOUT THE YEAR AND TO PAY ADMINISTRATIVE EXPENSES.
4	DIVIDEND INCOME EARNED IS USED TO DISTRIBUTE GRANTS AND CONTRIBUTIONS
4	THROUGHOUT THE YEAR AND TO PAY ADMINISTRATIVE EXPENSES.
5B	RENTAL INCOME PASSED THROUGH FROM S CORP INVESTMENT.
7	OTHER INVESTMENT INCOME EARNED IS USED TO DISTRIBUTE GRANTS AND
7	CONTRIBUTIONS THROUGHOUT THE YEAR AND TO PAY ADMINISTRATIVE EXPENSES.
8	OTHER INVESTMENT INCOME EARNED IS USED TO DISTRIBUTE GRANTS AND
8	CONTRIBUTIONS THROUGHOUT THE YEAR AND TO PAY ADMINISTRATIVE EXPENSES.

AMENDED RETURN

Form 990-PF (2011) THE DOROTHY AND MARSHALL M. REISMAN FOUNDATION 16-6353565 Page 13

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

			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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee: [signature] Date: 5-7-13 Title: Trustee

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
ANGELA M. FRANCO	ANGELA M. FRANCO [signature: Angela M Franco CPA]	5/1/13		P00589741
Firm's name ▶ FUST CHARLES CHAMBERS LLP			Firm's EIN ▶ 16-1226221	
Firm's address ▶ 5784 WIDEWATERS PARKWAY SYRACUSE, NY 13214			Phone no. 315-446-3600	

Form **990-PF** (2011)

123622
12-02-11

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	INVESTMENTS - MISC ACCOUNTS - SEE ATTACHMENT	P	VARIOUS	VARIOUS
b	CAPITAL GAIN DISTRIBUTIONS-SEE ATTACHMENT	P	VARIOUS	VARIOUS
c	COLLECTIONS	P	VARIOUS	VARIOUS
d		P	VARIOUS	VARIOUS
e		P	VARIOUS	VARIOUS
f	CAYUGA MBA FUND-SALE OF INVESTMT	P	VARIOUS	VARIOUS
g	WINE MERCHANTS OF SCHENECTADY STOCK LIQUIDATION	P	VARIOUS	VARIOUS
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	4,518,090.		4,286,881.	231,209.
b	618,692.			618,692.
c	12,500.		29,138.	<16,638.>
d			420.	<420.>
e	2,319.			2,319.
f	65,290.		64,522.	768.
g	1,807,335.		1,807,335.	0.
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				231,209.
b				618,692.
c				<16,638.>
d				<420.>
e				2,319.
f				768.
g				0.
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	835,930.
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

123591
05-01-11

AMENDED RETURN

THE DOROTHY AND MARSHALL M. REISMAN FOUNDATION
EIN: 16-6353565
INVESTMENTS & CAPITAL GAIN DISTRIBUTION-MISC ACCOUNTS - PART IV, LINE 1a & 1b

SALES OF INVESTMENTS

DESCRIPTION	COST	SALE/REDEMPTION DATE	PROCEEDS	GAIN/(LOSS)
HC CAPITAL TRUST REAL ESTATE SECURITIES	$111,983 00	03/16/11	$130,653 00	$18,670 00
HC CAPITAL TRUST FIXED INCOME PORTFOLIO	$172,152.00	03/16/11	$179,450.00	$7,298.00
HC CAPITAL TRUST REAL ESTATE SECURITIES	$114,451 00	03/23/11	$147,000 00	$32,549.00
HC CAPITAL TRUST REAL ESTATE SECURITIES	$114,167 00	04/13/11	$150,000 00	$35,833 00
HC CAPITAL TRUST REAL ESTATE SECURITIES	$109,075.00	04/20/11	$150,000 00	$40,925 00
HC CAPITAL TRUST INSTL VALUE EQUITY FD	$65,283.00	06/21/11	$70,000 00	$4,717 00
HC CAPITAL TRUST FIXED INCOME OPPORTUNITY PORTFOLIO	$99,022 00	06/21/11	$100,000.00	$978 00
HC CAPITAL TRUST INSTL GROWTH EQUITY	$63,015.00	06/21/11	$70,000 00	$6,985 00
HC CAPITAL TRUST INSTITUTIONAL INTERNATIONAL EQUITY	$177,456 00	06/21/11	$180,000.00	$2,544 00
HC CAPITAL TRUST US GOVERNMENT FIXED INCOME SECURITIES	$73,276.00	06/21/11	$74,000 00	$724 00
HC CAPITAL TRUST US CORPORATE FIXED INCOME SECURITIES	$55,474.00	06/21/11	$56,000.00	$526 00
HC CAPITAL TRUST US MORTGAGE/ASSET BACKED FIXED INCOME	$68,958 00	06/21/11	$70,000.00	$1,042 00
VANGUARD FIXED INCOME SECS	$142,547.00	08/03/11	$150,000 00	$7,453.00
VANGUARD FIXED INCOME SECS	$139,305 00	08/15/11	$150,000.00	$10,695.00
HC CAPITAL TRUST FIXED INCOME OPPORTUNITY PORTFOLIO	$99,719.00	08/15/11	$100,000 00	$281 00
VANGUARD FIXED INCOME SECS	$231,016.00	08/22/11	$250,000.00	$18,984 00
HC CAPITAL TRUST FIXED INCOME OPPORTUNITY PORTFOLIO	$80,226.00	08/22/11	$80,000.00	($226 00)
HC CAPITAL TRUST INSTL GROWTH EQUITY	$118,314 00	08/22/11	$120,000 00	$1,686.00
VANGUARD FIXED INCOME SECS	$449,168 00	10/11/11	$480,000.00	$30,832.00
HC CAPITAL TRUST INSTL VALUE EQUITY FD	$101,942.00	10/11/11	$100,000.00	($1,942.00)
HC CAPITAL TRUST INSTL GROWTH EQUITY	$182,353.00	10/11/11	$200,000.00	$17,646.00
HC CAPITAL TRUST US GOVERNMENT FIXED INCOME SECURITIES	$239,428 00	10/11/11	$250,000.00	$10,572 00
HC CAPITAL TRUST US CORPORATE FIXED INCOME SECURITIES	$123,141 00	10/11/11	$125,000.00	$1,859 00
HC CAPITAL TRUST US MORTGAGE/ASSET BACKED FIXED INCOME	$221,078 00	10/11/11	$225,000.00	$3,922 00
VANGUARD FIXED INCOME SECS	$124,525.00	10/27/11	$135,000 00	$10,475.00
HC CAPITAL TRUST INSTL VALUE EQUITY FD	$56,387 00	10/27/11	$60,000 00	$3,613 00
HC CAPITAL TRUST REAL ESTATE SECURITIES	$29,753 00	10/27/11	$40,000 00	$10,247.00
HC CAPITAL TRUST EMERGING MKTS	$47,678.00	10/27/11	$50,000 00	$2,322 00
HC CAPITAL TRUST INSTITUTIONAL INTERNATIONAL EQUITY	$48,667 00	10/27/11	$50,000 00	$1,333 00
ALBION N Y PUB IMPT DTD	$76,825 00	10/19/11	$75,988 00	($837 00)
VANGUARD FIXED INCOME SECS	$73,121 00	01/03/12	$75,000 00	$1,879 00
HC CAPITAL TRUST INSTL GRWTH EQUITY	$127,263.00	01/03/12	$125,000 00	($2,263 00)
HC CAPITAL TRUST INSTL VALUE EQUITY FD	$160,734.00	01/03/12	$150,000.00	($10,734 00)
HC CAPITAL TRUST REAL ESTATE SECURITIES	$85,286.00	01/03/12	$50,000.00	($35,286 00)
HC CAPITAL TRUST FIXED INCOME OPPORTUNITY PORTFOLIO	$53,923 00	01/03/12	$50,000 00	($3,923 00)
HC CAPITAL TRUST US CORPORATE FIXED INCOME SECURITIES	$25,063 00	01/03/12	$25,000 00	($63 00)
HC CAPITAL TRUST US GOVERNMENT FIXED INCOME SECURITIES	$25,107.00	01/03/12	$25,000.00	($107.00)
TOTAL REALIZED GAIN/LOSS	$4,286,881.00		$4,518,091 00	$231,209 00

CAPITAL GAINS DISTRIBUTIONS

DESCRIPTION	DATE	AMOUNT	
HC CAPITAL TRUST EMERGING MARKETS	12/19/11	$32,129.00	LONG
HC CAPITAL TRUST EMERGING MARKETS	12/19/11	$13,299 00	
HC CAPITAL TRUST US MORTGAGE/ASSET BACKED FIXED INCOME	12/19/11	$3,954.00	
HC CAPITAL TRUST US CORPORATE FIXED INCOME	12/19/11	$7,856 00	
HC CAPITAL TRUST US GOVERNMENT FIXED INCOME SECURITIES	12/19/11	$20,158 00	
HC CAPITAL TRUST COMMODITY RELATED SECURITIES	12/19/11	$15,455 00	
HC CAPITAL TRUST REAL ESTATE SECURITIES	12/19/11	$199,280 00	LONG
HC CAPITAL TRUST REAL ESTATE SECURITIES	12/19/11	$37,247.00	
HC CAPITAL TRUST INSTL VALUE EQUITY	12/19/11	$56,138.00	LONG
HC CAPITAL TRUST INSTITUTIONAL INTERNATIONAL EQUITY	12/19/11	$211,547.00	LONG
HC CAPITAL TRUST INSTL GRWTH EQUITY	12/19/11	$19,018 00	LONG
VANGUARD FIXED INCOME SECS	12/28/11	$2,611 00	LONG
TOTAL CAPITAL GAINS DISTRIBUTIONS		$818,692 00	

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

SOURCE	AMOUNT
OTHER INTEREST	827.
SUPA K-1	649.
TAX EXEMPT INTEREST	9,115.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	10,591.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
CAYUGA MBA FUND K-1	599.	0.	599.
CONSENT DIVIDEND-WINE MERCHANTS OF SCHENECTADY	13,156.	0.	13,156.
DIVIDEND INCOME-DEUTSCHE	583,977.	0.	583,977.
SUPA K-1	6,833.	0.	6,833.
WINE MERCHANTS OF SCHENECTADY	20,000.	0.	20,000.
TOTAL TO FM 990-PF, PART I, LN 4	624,565.	0.	624,565.

FORM 990-PF	RENTAL INCOME	STATEMENT 3

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
SUPA K-1	1	23,303.
TOTAL TO FORM 990-PF, PART I, LINE 5A		23,303.

AMENDED RETURN

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 4

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
INVESTMENTS - MISC ACCOUNTS - SEE ATTACHMENT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,518,090.	4,286,881.	0.	0.	231,209.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAPITAL GAIN DISTRIBUTIONS-SEE ATTACHMENT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
618,692.	0.	0.	0.	618,692.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
COLLECTIONS	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
12,500.	29,138.	0.	0.	<16,638.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAYUGA MBA FUND K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	420.	0.	0.	<420.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAYUGA MBA FUND K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,319.	0.	0.	0.	2,319.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
CAYUGA MBA FUND-SALE OF INVESTMT	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
65,290.	67,548.	0.	0.	<2,258.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WINE MERCHANTS OF SCHENECTADY STOCK LIQUIDATION	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,807,335.	1,883,818.	0.	0.	<76,483.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUPA K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
82,219.	0.	0.	0.	82,219.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
SUPA K-1	PURCHASED	VARIOUS	VARIOUS

(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
177,030.	0.	0.	0.	177,030.

NET GAIN OR LOSS FROM SALE OF ASSETS	1,015,670.
CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	1,015,670.

FORM 990-PF OTHER INCOME STATEMENT 5

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MISCELLANEOUS INCOME	159.	159.	
TOTAL TO FORM 990-PF, PART I, LINE 11	159.	159.	

FORM 990-PF LEGAL FEES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	12,056.	1,305.		10,751.
TO FM 990-PF, PG 1, LN 16A	12,056.	1,305.		10,751.

FORM 990-PF ACCOUNTING FEES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	14,733.	4,911.		9,822.
TO FORM 990-PF, PG 1, LN 16B	14,733.	4,911.		9,822.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 8

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PROFESSIONAL FEES - OTHER	164,601.	164,601.		0.
PAYROLL FEES	2,166.	722.		1,444.
TO FORM 990-PF, PG 1, LN 16C	166,767.	165,323.		1,444.

FORM 990-PF TAXES STATEMENT 9

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	6,960.	0.		0.
FOREIGN TAX PAID	27.	27.		0.
NYS FILING FEE	750.	0.		0.
PAYROLL TAXES	11,742.	11,742.		0.
TO FORM 990-PF, PG 1, LN 18	19,479.	11,769.		0.

FORM 990-PF | OTHER EXPENSES | STATEMENT 10

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER EXPENSE	10,771.	3,590.		7,181.
INSURANCE	3,274.	1,091.		2,183.
CAYUGA K-1 DEDUCTIONS	934.	311.		623.
SUPA K-1 DEDUCTIONS	4,581.	0.		0.
EQUIPMENT RENTAL & MAINTENANCE	120.	40.		80.
JAMAICAN PROPERTY CARRYING EXPENSE	39,491.	13,164.		26,327.
DUES & OTHER OUTSIDE SERVICES	15,218.	5,073.		10,145.
ART COLLECTION EXPENSES	584.	195.		389.
FINES, PENALTIES & JUDGEMENTS	25.	8.		17.
NON-DEDUCTIBLE BOND PREMIUM AMORTIZATION	4,156.	1,385.		2,771.
TO FORM 990-PF, PG 1, LN 23	79,154.	24,857.		49,716.

FORM 990-PF | OTHER INCREASES IN NET ASSETS OR FUND BALANCES | STATEMENT 11

DESCRIPTION	AMOUNT
FAIR MARKET VALUE ADJUSTMENT - CONTRIBUTION OF JAMAICAN PROPERTY	491,345.
TOTAL TO FORM 990-PF, PART III, LINE 3	491,345.

FORM 990-PF | CORPORATE STOCK | STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCKS	27,251,741.	27,627,169.
TOTAL TO FORM 990-PF, PART II, LINE 10B	27,251,741.	27,627,169.

FORM 990-PF	CORPORATE BONDS	STATEMENT 13

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	187,070.	205,920.
TOTAL TO FORM 990-PF, PART II, LINE 10C	187,070.	205,920.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 14

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ARTWORK	FMV	185,600.	185,600.
COIN COLLECTION	FMV	18,335.	18,335.
TOTAL TO FORM 990-PF, PART II, LINE 13		203,935.	203,935.

FORM 990-PF	OTHER ASSETS	STATEMENT 15

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
RECEIVABLE - CAYUGA MBA FUND	0.	6,529.	6,529.
TO FORM 990-PF, PART II, LINE 15	0.	6,529.	6,529.

FORM 990-PF	EXPLANATION CONCERNING PART VII-A, LINE 12	STATEMENT 16

EXPLANATION

A CONTRIBUTION WAS MADE TO THE CENTRAL NEW YORK COMMUNITY FOUNDATION TO BENEFIT THE DOROTHY AND MARSHALL M. REISMAN FUND ON 12/31/2011 IN THE AMOUNT OF $900,000. THE FOUNDATION'S DISTRIBUTION WAS MADE TO A PUBLIC CHARITY WHICH HAS THE RESPONSIBILITY TO ENSURE THAT GRANTS SUBSEQUENTLY MADE FROM THE ADVISED FUNDS ARE USED FOR A CHARITABLE PURPOSE. THE REISMAN FOUNDATION MAINTAINS A DONOR ADVISED FUND AT THE CENTRAL NEW YORK COMMUNITY FOUNDATION. GRANTS MADE TO IT BY THE REISMAN FOUNDATION ARE TREATED AS QUALIFYING DISTRIBUTIONS. THE REISMAN FOUNDATION UTILIZES THE DONOR ADVISED FUND FOR A VARIETY OF CHARITABLE PURPOSES, INCLUDING GRANTMAKING SUPPORT OF LOCAL NONPROFIT PUBLIC CHARITIES, GRANTS TO SUPPORT LOCAL CHARITABLE PROJECTS IN COLLABORATION WITH OTHER PHILANTHROPIC FUNDING PARTNERS, AND TO SUPPORT THE OPERATIONS AND GRANTS PROGRAMS OF THE CENTRAL NEW YORK COMMUNITY FOUNDATION.

FORM 990-PF	LIST OF CONTROLLED ENTITIES PART VII-A, LINE 11	STATEMENT 17

NAME OF CONTROLLED ENTITY	EMPLOYER ID NO
S.U.P.A., INC.	16-0906994

ADDRESS

P.O. BOX 130
DEWITT, NY 13214

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 18
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

ROBERT FALTER
PO BOX 130
DEWITT, NY 13214

TELEPHONE NUMBER

315-251-2900

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN LETTER FORMAT. INFORMATION INCLUDED SHOULD ENCOMPASS BACKGROUND INFORMATION ON REQUESTING ORGANIZATION AND PRINCIPALS INVOLVED, PURPOSE, AMOUNT OF FUNDS REQUESTED, CURRENT FINANCIAL STATEMENTS AND PROOF OF TAX EXEMPT STATUS.

ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

The Dorothy and Marshall M. Reisman Foundation
EIN: 16-6353565
Amended Form 990-PF
1/31/2012

Statement Regarding Form 990-PF Amendment:

The Form 990-PF has been amended to reflect changes to the treatment of items of income and deductions from an S Corporartion investment.

The original Form 990-PF incorrectly included the following items of income and deductions from the 2011 Form 1120s K-1 of S.U.P.A., Inc. in Column (b), Part I:

Line 3 - Interest Income	$ 649
Line 4 - Dividend Income	6,833
Line 5a -Gross Rental (Loss)	23,303
Line 7 - Capital Gain Net Income	259,249
Line 22 - Other Expense	(1,527)
Decrease to Net Investment Income	$ 288,507

These amounts have now been properly reported in the organization's Form 990-T. The net decrease in Net Investment Income also results in a corresponding decrease of $2,885 in tax imposed under Section 4940, as calculated on page 4, Part VI, Line 1. The decrease in the tax required to be paid results in a tax refund due to the taxpayer of $2,885, as indicated on Line 11 of page 4, Part VI.

Further, this change increases the Part XI - Distributable Amount by $60,233, which represents the increase in the tax on investment income on Line 2(a) in the amount of ($2,885) and the increase in the income tax on Line 2(b) in the amount of 63,118.

Likewise, Part XIII - Undistributed Income Schedule, has been updated accordingly ultimately resulting in a increase of $213,166 of Line 9 - Excess Distribution Carryover to 2012.

AMENDED RETURN

STATEMENT A

FORM 990-PF, PART XV, LINE 3 - GRANTS & CONTRIBUTIONS PAID DURING THE YEAR OR APPROVED FOR FUTURE PAYMENT

The Dorothy and Marshall M. Reisman Foundation

FY 2/1/2011 - 1/31/2012

EIN: 16-6353565

DONEE and ADDRESS	FUND/EVENT	AMOUNT	CHECK NO	CHECK DATE
Onondaga Historical Association	Grant - Fire	28,300.00	1322	2/1/11
321 Montgomery Street	Suppression			
Syracuse, NY 13202	Project			
Syracuse Opera	Grant - set, props	15,000.00	1323	2/1/11
411 Montgomery Street				
Syracuse, NY 13201				
F.O.C.U.S. Greater Syracuse	Donation	2,000.00	1324	2/1/11
201 E. Washington Street	Wisdom Keepers			
City Hall Commons				
Syracuse NY 13202				
Grantmakers Forum of New York	Donation -	2,000.00	1325	2/1/11
75 College Avenue, Ste 311	support for course			
Rochester, NY 14607				
Catholic Charities	Grant -	10,000.00	1329	2/17/11
1654 W. Onondaga Street	Marketing/			
Syracuse, NY 13204	Branding Project			
Cazenovia College	Reisman	16,733.00	1332	2/22/11
22 Sullivan Street	Lecture Series			
Cazenovia, NY 13035	3nd installment			
Jewish Federation of CNY	Annual	1,500.00	1333	2/22/11
5655 Thompson Road	Donation			
Dewitt, NY 13214				
The Salvation Army	Grant - new	30,000.00	1340	3/3/11
677 South Salina Street	flooring			
Syracuse, NY 13202				
The Foundation at Menorah Park	Shining Star	1,000.00	1358	4/4/11
4101 East Genesee Street	Event			
Syracuse, NY 13214				
Everson Museum of Art	General	50,000.00	1361	4/12/11
401 Harrison Street	operational			
Syracuse, NY 13202	support			

AMENDED RETURN

Mary-Jo Tout Rosenblatt Scholarship	General	500.00	1363	4/14/11
c/o CNY Community Foundation	support			
500 South Salina Street, Ste 428				
Syracuse, NY 13202				
Grantmakers Forum of New York	Contribution	1,100.00	1360	4/11/11
75 College Avenue	portion of			
Rochester, NY 14607	membership			
CNY Community Foundation	IDEAS Project	50,000.00	1373	5/2/11
431 E. Fayette Street, Ste 100				
Syracuse, NY 13202				
On Point for College	Off to College -	10,000.00	1374	5/17/11
1654 W. Onondaga Street	supplies/last			
Syracuse, NY 13204	dollar grants			
Ronald McDonald House Charities of CNY	Capital	250,000.00	1386	6/2/11
1027 East Genesee Street	Campaign			
Syracuse, NY 13210				
Temple Concord Food Pantry	General	1,000.00	1387	6/6/11
910 Madison Street	Support			
Syracuse, NY 13210				
The Redhouse	Grant -	15,000.00	1388	6/14/11
201 South West Street	Rock Camp			
Syracuse, NY 13202				
Imagine Syracuse, Inc.	Grant-	13,000.00	1391	6/17/11
7000 Old Quarry Road	Young Musician's			
Lafayette, NY 13066	Project			
Philanthropy Roundtable	Contribution	500.00	1401	7/11/11
1730 M Street NW, Suite 601				
Washington, DC 20077-9441				
Cazenovia College	Grant - equip	3,600.00	1404	7/20/11
22 Sullivan Street	for Art & Design			
Cazenovia, NY 13035				
Operation Walk Syracuse	Grant - Operation	5,000.00	1408	7/28/11
c/o Syracuse Orthopedic Specialists	Walk Across			
4115 Medical Center Drive	America in			
Fayetteville, NY 13066	Syracuse			
Friends of the Rosamond Gifford Zoo	Elephant	50,000.00	1406	7/21/11
One Conservation Place	Overlook			
Syracuse, NY 13204				

AMENDED RETURN

Montego Bay Community College	Donation of	1,473,277.10		7/23/11
Alice Eldemere Drive	Jamaican			
Montego Bay, Jamaica, WI	Real Estate			
Syracuse University's PAL Project	Purchase of	5,000.00	1416	8/18/11
The Warehouse	equipment			
350 W. Fayette Street, Ste 001				
Syracuse, NY 13202				
Cazenovia College	Grant -	500,000.00	1424	9/8/11
22 Sullivan Street	Reisman Hall			
Cazenovia, NY 13035				
Jewish Community Center	Grant -	3,000.00	1436	9/26/11
5655 Thompson Road	general support			
Dewitt, NY 13214				
WCNY	Grant -	5,000.00	1437	9/27/11
506 Old Liverpool Road	general support			
PO Box 2400				
Syracuse, NY 13220-2400				
St. Joseph's Hospital Foundation	Grant -	15,000.00	1438	9/29/11
973 James Street, Ste 250	general support			
Syracuse, NY 13203				
Onondaga Historical Association	Support for	500.00	1446	10/11/11
321 Montgomery Street	Cardiff Giant			
Syracuse, NY 13202	Propject			
Crouse Health Foundation	Grant- Clinical	20,000.00	1447	10/11/11
736 Irving Avenue	Breast Exam			
Syracuse, NY 13210	Room			
CNY Community Foundation	To fund the	75,000.00	1448	10/19/11
321 East Fayette Street	Reisman			
Syracuse, NY 13202	Scholarship			
	Endowment			
Everson Museum of Art	Grant -	12,000.00	1455	11/1/11
401 Harrison Street	reimb Rogers			
Syracuse, NY 13202	Invoices to			
	10/13/2011			
Syracuse University	Project	2,000.00	1457	11/1/11
College of Visual and Performing Arts	support			
204 Crouse College				
Syracuse, NY 13244-1010				
CNY Jazz Arts Foundation	Grant -	7,500.00	1459	11/16/11
441 E. Washington Street	green roof			
Syracuse, NY 13202				

AMENDED RETURN

Rescue Mission	General -	3,000.00	1461	11/17/11
PO Box 11122	holiday meals			
Syracuse, NY 13216				
Salvation Army	General -	3,000.00	1462	11/17/11
677 South Salina Street	holiday meals			
Syracuse, NY 13202				
Samaritan Center	General -	3,000.00	1463	11/17/11
310 Montgomery Street	holiday meals			
Syracuse, NY 13202				
The WRVO Stations	Grant -	3,000.00	1466	12/1/11
Penfield - SUNY Oswego	general op			
7060 State Route 104	expenses			
Oswego, NY 13126				
Association of Small Foundations	Grant -	750.00	1467	12/1/11
ASF Membership Office	general op			
PO Box 247	expenses			
Winooski, VT 05404				
Grantmakers Forum of New York	Grant -	500.00	1474	12/13/11
75 College Avenue	general support			
Rochester, NY 14607				
Central New York Community Foundation	to fund the	900,000.00	1484	1/12/12
E. Fayette Street	Reisman			
Syracuse, NY 13202	Foundation Fund			
Everson Museum of Art	Grant- reimb	1,200.00	1486	1/17/12
401 Harrison Street	Rogers Inv			
Syracuse, NY 13202	11/1/2011			
	TOTAL	3,588,960.10		