



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

2011For calendar year 2011 or tax year beginning **May 1**, 2011, and ending **April 30**, 20 **12**

Name of foundation Andrew J. & Joyce D. Mandell Family Foundation, Inc.		A Employer identification number 22 - 2536600
Number and street (or P.O. box number if mail is not delivered to street address) 240 Hartford Avenue	Room/suite	B Telephone number (see instructions) 860 - 666-0399
City or town, state, and ZIP code Newington, CT 06111		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: ☒ 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) \$ 11,877,073	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Schedule 1					
1	Contributions, gifts, grants, etc., received (attach schedule)	397,005			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	140,345	140,345		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10 Schedule 2	(1,219)			
b	Gross sales price for all assets on line 6a (1,219)				
7	Capital gain net income (from Part IV, line 2)				
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) (attach schedule)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11	536,131	140,345	0	0
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc.	0	0	0	0
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) Schedule 3	42,512	42,512		
17	Interest Schedule 4				
18	Taxes (attach schedule) (see instructions)	5,479			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) Schedule 5	72	22		50
24	Total operating and administrative expenses. Add lines 13 through 23	48,063	42,534	0	50
25	Contributions, gifts, grants paid Schedule 6	2,784,185			2,784,185
26	Total expenses and disbursements. Add lines 24 and 25	2,832,248	42,534	0	2,784,235
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	(2,296,117)			
b	Net investment income (if negative, enter -0-)		97,811		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see Instructions.

Cat. No. 11289X

Form **990-PF** (2011)

SCANNED NOV 26 2012

RECEIVED
NOV 21 2012
IRS-OSC
GOLDEN, UT7
618

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments		699,867	274,394	274,394
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U.S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule) Schedule 7		10,755,586	8,556,217	8,815,021
	c	Investments—corporate bonds (attach schedule) Schedule 7		2,369,711	2,408,208	2,497,430
	11	Investments—land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule) Schedule 8			290,228	290,228
	14	Land, buildings, and equipment: basis ▶				
		Less: accumulated depreciation (attach schedule) ▶				
	15	Other assets (describe ▶)				
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)		13,825,164	11,529,047	11,877,073
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0	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 ▶ ☒				
		and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
	30	Total net assets or fund balances (see instructions)		13,825,164	11,529,047	
	31	Total liabilities and net assets/fund balances (see instructions)		13,825,164	11,529,047	

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	13,825,164
2	Enter amount from Part I, line 27a	2	(2,296,117)
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	11,529,047
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,529,047

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 Capital Gain Distributions				
b Long Term Capital Gains				
c Short Term Capital Gains				
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 107,634			107,634	
b (109,662)			(109,662)	
c 809			809	
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
a			107,634	
b			(109,662)	
c			809	
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	(1,219)
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }			3	

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

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

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

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

(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	1,114,845	13,244,623	8.42%
2009	1,971,922	12,426,017	15.87%
2008	2,457,203	11,426,709	21.50%
2007	2,138,877	14,541,558	14.71%
2006	941,391	13,072,590	7.20%
2 Total of line 1, column (d)			2 67.70%
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 13.54%
4 Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 11,665,976
5 Multiply line 4 by line 3			5 1,579,573
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 978
7 Add lines 5 and 6			7 1,580,551
8 Enter qualifying distributions from Part XII, line 4 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.			8 2,784,235

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	978	
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	978	
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	978	
6	Credits/Payments:			
a	2011 estimated tax payments and 2010 overpayment credited to 2011	6a	5,005	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	5,005	
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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	4,027	
11	Enter the amount of line 10 to be: Credited to 2012 estimated tax 4,027 Refunded	11	0	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a			✓
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?		✓
1b			
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			
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (2) On foundation managers. ▶ \$ _____		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ \$ _____		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	✓	
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		✓
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		✓
4a			
b	If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
4b			
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		✓
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?	✓	
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	✓	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ Connecticut		
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			
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			
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	✓	
10			

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) Schedule	11		☒
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		☒
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	☒	
14	The books are in care of ► Joyce D. Mandell Telephone no. ► 860-666-0399 Located at ► 240 Hartford Ave., Newington, CT ZIP+4 ► 06111-2077			
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			
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►		N/A	

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	N/A
	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	☒
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 ► 20____, 20____, 20____, 20____ N/A		
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.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.</i>)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	☒
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	☒

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)? (see instructions) ☐ 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)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐ **5b** N/A

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? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d). N/A

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? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870. **6b** N/A

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? ☐ Yes ☒ No **7b** N/A

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Joyce D. Mandell 51 Mountain Farms Rd, W.Hartford CT 06117	Pres. / As Req.	0	0	0
Andrew J. Mandell 51 Mountain Farms Rd, W.Hartford CT 06117	V.P. / As Req.	0	0	0
Bruce Mandell 10 Lois Drive, Woodbridge, CT 06525	Sec. / As Req.	0	0	0
Mark Mandell 27 Porter Drive, W. Hartford, CT 06117	Dir. / As Req.	0	0	0

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		0	0	0

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		0
Total number of others receiving over \$50,000 for professional services		▶

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	0
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

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

	Amount
1 None	0
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	▶

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	11,259,396
b	Average of monthly cash balances	1b	441,572
c	Fair market value of all other assets (see instructions)	1c	142,662
d	Total (add lines 1a, b, and c)	1d	11,843,630
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	11,843,630
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	177,654
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,665,976
6	Minimum investment return. Enter 5% of line 5	6	583,299

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	583,299
2a	Tax on investment income for 2011 from Part VI, line 5	2a	978
b	Income tax for 2011. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	978
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	582,321
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	582,321
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	582,321

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	2,784,235
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,784,235
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	978
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,783,257

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				582,321
2 Undistributed income, if any, as of the end of 2011:				
a Enter amount for 2010 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2011:				
a From 2006 312,919				
b From 2007 1,446,939				
c From 2008 1,891,208				
d From 2009 1,368,389				
e From 2010 457,609				
f Total of lines 3a through e	5,477,064			
4 Qualifying distributions for 2011 from Part XII, line 4: ► \$ 2,784,235				
a Applied to 2010, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2011 distributable amount				582,321
e Remaining amount distributed out of corpus	2,201,914			
5 Excess distributions carryover applied to 2011 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	7,678,978			
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				
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 instructions			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) (see instructions)				
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions)	312,919			
9 Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a	7,366,059			
10 Analysis of line 9:				
a Excess from 2007 1,446,939				
b Excess from 2008 1,891,208				
c Excess from 2009 1,368,389				
d Excess from 2010 457,609				
e Excess from 2011 2,201,914				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2011	(b) 2010	(c) 2009	(d) 2008	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed	2,784,235	N/A	N/A	N/A	2,784,235
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	2,784,235				2,784,235
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	388,885				388,885
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).)

Schedule Attached

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

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see 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:

N/A

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

N/A

c Any submission deadlines:

N/A

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

N/A

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i>				
Various (See Schedule Attached)	N/A	Public	Support	2,784,185
Total			▶ 3a	2,784,185
b <i>Approved for future payment</i>				
Total			▶ 3b	

Enter gross amounts unless otherwise indicated.

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

[illegible]

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)	✓
	(2) Other assets	1a(2)	✓
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	✓
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	✓
	(3) Rental of facilities, equipment, or other assets	1b(3)	✓
	(4) Reimbursement arrangements	1b(4)	✓
	(5) Loans or loan guarantees	1b(5)	✓
	(6) Performance of services or membership or fundraising solicitations	1b(6)	✓
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	✓
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 **N/A**

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here  11/14/12 PRESIDENT

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

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶ - - - - -	
	Firm's address ▶			Phone no. -	

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

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

OMB No. 1545-0047

2011

Name of the organization

Andrew J. & Joyce D. Mandell Family Foundation, Inc.

Employer identification number

22 - 2536600

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization Andrew J. & Joyce D. Mandell Family Foundation, Inc.	Employer identification number 22 - 2536600
---	---

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	Meryl Braunstein 136 Woodford Hills Drive Avon, CT 06001	\$ 100,407	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
2	Bruce A. Mandell 30 Lois Drive Woodbridge, CT 06525	\$ 193,287	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
3	Mark N. Mandell 27 Porter Drive West Hartford, CT 06117	\$ 103,311	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II if there is a noncash contribution.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2011)

Page 3

Name of organization Andrew J. & Joyce D. Mandell Family Foundation, Inc.	Employer identification number 22 - 2536600
---	---

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	Marketable Securities ----- ----- -----	\$ 100,407	12 / 19 / 2011
2	Marketable Securities ----- ----- -----	\$ 193,286	12 / 14 / 2011
3	Marketable Securities ----- ----- -----	\$ 103,311	12 / 9 / 2011
	----- ----- -----	\$ -----	/ /
	----- ----- -----	\$ -----	/ /
	----- ----- -----	\$ -----	/ /

Name of organization Andrew J. & Joyce D. Mandell Family Foundation, Inc.	Employer identification number 22 - 2536600
---	---

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

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

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

ANDREW J. AND JOYCE D. MANDELL FAMILY FOUNDATION, INC.
SCHEDULE OF NEW ACTIVITIES PART VII-A / LINE 2
FYE 04/30/2012
#22-2536600

The Foundation is participating in a joint venture with Michael King Productions, LLC to distribute an educational film. The film, The Rescuers, uncovers the largely unknown stories of 13 heroic and courageous diplomats who, at tremendous personal cost, saved tens of thousands of Jews during World War II. The film has been shown at over 20 film festivals in the United States where it won several awards for Best Documentary. It has also been shown overseas at several major film festivals.

ANDREW J. AND JOYCE D. MANDELL FAMILY FOUNDATION, INC.
SCHEDULE OF SUBSTANTIAL CONTRIBUTORS PART VII-A / LINE 10
FYE 04/30/2012
#22-2536600

NAME

BRUCE MANDELL
10 LOIS DRIVE
WOODBIDGE, CT 06525

MARK MANDELL
27 PORTER DRIVE
WEST HARTFORD, CT 06117

MERYL MANDELL BRAUNSTEIN
136 WOODFORD HILLS DRIVE
AVON, CT 06001

ANDREW J. AND JOYCE D. MANDELL FAMILY FOUNDATION, INC.
SCHEDULE OF OFFICERS, DIRECTORS
CONTINUED FROM PART VIII / LINE 1
FYE 04/30/2012
#22-2536600

(A) NAME AND ADDRESS	(B) TITLE HOURS	(C) COMPNSTN	(D) CONTRBTNS TO PLANS	(E) EXPENSE ACCOUNTS
MERYL MANDELL BRAUNSTEIN 136 WOODFORD HILLS DRIVE AVON, CT 06001	DIRECTOR AS REQ	0	NONE	NONE

SCHEDULE OF SUPPLEMENTARY INFORMATION PART XV / LINE 1A
FYE 4/30/12
#22-2536600

JOYCE D. MANDELL
ANDREW J. MANDELL
BRUCE MANDELL
MARK MANDELL
MERYL MANDELL BRAUNSTEIN

ANDREW J AND JOYCE D MANDELL FAMILY FOUNDATION, INC
SCHEDULE OF CONTRIBUTIONS PAID / PART XV
FYE 04/30/2012
#22-2536600

RECIPIENT	LOCATION	STATUS	PURPOSE	AMOUNT
AMERICAN DIABETES FOUNDATION	ROCKY HILL, CT	PUBLIC	SUPPORT	2,000
ARTHRITIS FOUNDATION	ROCKY HILL, CT	PUBLIC	SUPPORT	5,000
AVON WALK FOR BREAST CANCER	AVON, CT	PUBLIC	SUPPORT	1,000
BABSON COLLEGE	WELLESLEY, MA	PUBLIC	SUPPORT	1,050,000
BOYS & GIRLS CLUBS OF HARTFORD	HARTFORD, CT	PUBLIC	SUPPORT	20,000
BOYS AND GIRLS CLUB OF OTTAWA	OTTAWA, CANADA	PUBLIC	SUPPORT	500
BUSHNELL MEMORIAL HALL	HARTFORD, CT	PUBLIC	SUPPORT	12,500
CHILDREN'S COMMUNITY PROGRAMS	NEWINGTON, CT	PUBLIC	SUPPORT	1,000
CHILDRENS TUMOR FOUNDATION	NEW YORK, NY	PUBLIC	SUPPORT	75,700
CONNECTICUT CHILDREN'S MEDICAL CENTER FOUNDATION	HARTFORD, CT	PUBLIC	SUPPORT	3,000
CONNECTICUT PUBLIC TELEVISION	HARTFORD, CT	PUBLIC	SUPPORT	37,500
CONNECTICUT SCIENCE CENTER	HARTFORD, CT	PUBLIC	SUPPORT	15,600
CONNECTICUT TRIBE - AAU	HARTFORD, CT	PUBLIC	SUPPORT	1,000
GREATER HARTFORD ARTS CENTER	HARTFORD, CT	PUBLIC	SUPPORT	12,500
GREATER HARTFORD ARTS COUNCIL	HARTFORD, CT	PUBLIC	SUPPORT	1,000
GREATER HARTFORD FESTIVAL OF JAZZ	HARTFORD, CT	PUBLIC	SUPPORT	1,000
GREATER HARTFORD JEWISH FEDERATION	HARTFORD, CT	PUBLIC	SUPPORT	200,000
HARC	HARTFORD, CT	PUBLIC	SUPPORT	3,500
HARTFORD PUBLIC LIBRARY	HARTFORD, CT	PUBLIC	SUPPORT	1,000
HARTFORD SYMPHONY ORCHESTRA	HARTFORD, CT	PUBLIC	SUPPORT	50,000
HEBREW HEALTH CARE	WEST HARTFORD, CT	PUBLIC	SUPPORT	10,000
HELP OUR MILITARY HEROES	EASTON, CT	PUBLIC	SUPPORT	2,500
INTERNATIONAL DOCUMENTARY ASSOCIATION	LOS ANGELES, CA	PUBLIC	SUPPORT	100,000
JEWISH HISTORICAL SOCIETY	HARTFORD, CT	PUBLIC	SUPPORT	1,800
JEWISH NATIONAL FUND	NEW YORK, NY	PUBLIC	SUPPORT	1,000
JFACT FOUNDATION INC	HARTFORD, CT	PUBLIC	SUPPORT	10,000
KINGSWOOD OXFORD SCHOOL	WEST HARTFORD, CT	PUBLIC	SUPPORT	50,000
LEUKEMIA & LYMPHOMA SOCIETY	MERIDEN, CT	PUBLIC	SUPPORT	2,000
MANDELL JEWISH COMMUNITY CENTER	WEST HARTFORD, CT	PUBLIC	SUPPORT	10,000
NATIONAL CONFERENCE FOR COMMUNITY & JUSTICE	HARTFORD, CT	PUBLIC	SUPPORT	20,000
NATIONAL MS SOCIETY	NEW YORK, NY	PUBLIC	SUPPORT	3,000
NEWINGTON PARKS & RECREATION	NEWINGTON, CT	PUBLIC	SUPPORT	5,000
ST FRANCIS FOUNDATION	HARTFORD, CT	PUBLIC	SUPPORT	1,003,585
SUSAN G KOMEN FOUNDATION	FARMINGTON, CT	PUBLIC	SUPPORT	1,000
UNITED WAY	HARTFORD, CT	PUBLIC	SUPPORT	500
UNIVERSITY OF CONNECTICUT FOUNDATION	STORRS, CT	PUBLIC	SUPPORT	15,000
WADSWORTH ATHENEUM	HARTFORD, CT	PUBLIC	SUPPORT	55,000
				<u>2,784,185</u>

Attachments to IRS Form 990-PF
Andrew J. & Joyce D. Mandell Family Foundation, Inc.
22-2536600
Tax Year 2011

Schedule 1: Part I, Line 1 - Contributions, Gifts, Grants, etc. Received

Description	Amount
1 Cash	
2 Marketable Securities	397,005
Total	397,005

Schedule 2: Part I, Line 6a - Net Gain or (Loss) from Sale of Assets Not on Line 10

Description	Date Acquired	How Acquired	Gross Sales Price	Cost, Other basis, or Donated Value		To Part XVI-A Line 8 (See Note)
				Amount	Which One	
1 Capital Gain Distributions			107,634			
2 Long Term Capital Gains			(109,662)			
3 Short Term Capital Gains			809			
Total			(1,219)	0		

	Date Sold	To Whom Sold	Expense of Sale and Cost of Improvements	Depreciation Since Acquisition	Gain or (Loss)
1					107,634
2					(109,662)
3					809
Total			0	0	(1,219)

Amounts Carried	To Part XVI-A line 8	Gross Sales Price	Cost or Other Basis	Expense of Sale and Cost of Improvements	Depreciation Since Acquisition	Gain or (Loss)
Unrelated Business Income (Col B)		0	0	0	0	0
Excluded by Sec 512, 513, or 514 (Col D)		0	0	0	0	0
Related / Exempt Function Income (Col E)		(1,219)	0	0	0	(1,219)
Total		(1,219)	0	0	0	(1,219)

Note Numenc codes used above are

1 - if Unrelated Business Income (Part XVI-A, Column B),

2 - if Excluded by Sec 512, 513, or 514 (Part XVI-A, Column D)

Balance is Related / Exempt Function Income (Part XVI-A, Column E)

Schedule 3: Part I, Line 16c - Other Professional Fees

Type of service	Amount
1 Investment Management Fees	42,512
Total	42,512

Attachments to IRS Form 990-PF
Andrew J. & Joyce D. Mandell Family Foundation, Inc.
22-2536600
Tax Year 2011

Schedule 4: Part I, Line 18 - Taxes

Type of tax	Amount
1 Federal Income Tax	5,479
Total	5,479

Schedule 5: Part I, Line 23 - Other Expenses

Description	Amount
1 ADR Fee	25
2 Secretary of State Filing Fee	50
3 Cost Basis Adj - Wash Sale 2010	(3)
Total	72

Schedule 6: Part I, Line 25 - Contributions, Gifts, Grants Paid

From detail below:	Cash Amount	Property Other than Cash	Total
Paid during the year	2,784,185	0	2,784,185
Approved for future payment	0	0	0
Total	2,784,185	0	2,784,185

Paid During the Year:

Class of Activity:		Cash Amount	Property Other than Cash (1)	Relationship to Disqualified Persons (2)	Organizational Status of Donee (3)
Donee Name	Donee Address				
1 1 See Attached List		2,784,185			
Total		2,784,185	0		

Total amount paid for which the foundation exercised expenditure responsibility

Total Paid During the Year 2,784,185 0

- (1) Additional information for property other than cash included on continuation sheet
 (2) Relationship of donee if related by blood, marriage, adoption or employment (including children of employees) to any disqualified person
 (3) The organizational status of donee (e.g., public charity—an organization described in section 509(a)(1), (2), or (3))

Attachments to IRS Form 990-PF
Andrew J. & Joyce D. Mandell Family Foundation, Inc.
22-2536600
Tax Year 2011

Schedule 7: Part II, Line 10 - Investments—Government Obligations, Corporate Stocks and Bonds

		End of Year	
		Valued at Cost or Market Value	
Line 10a - Investments - U.S. and state government obligations		Book Value	Fair Market Value
Total U S Government obligations			
Total		0	0
Line 10b - Investments - Corporate Stock			
1	Common Stock	1,959,897	1,541,843
2	Mutual Funds	6,596,320	7,273,178
Total		8,556,217	8,815,021
Line 10c - Investments - Corporate Bonds			
1	Mutual Funds	2,408,208	2,497,430
Total		2,408,208	2,497,430

Schedule 8: Part II, Line 13 - Investments—Other

Description:	Valued at Cost or Market Value	End of Year	
		Book Value	Fair Market Value
1 Michael King Joint Venture (Film)		290,228	290,228
Total		290,228	290,228