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Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

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

OMB No 1545-0052

2011

For calendar year 2011, or tax year beginning 06-01-2011 , and ending 05-31-2012

G Check all that apply

☐ Initial return

☐ Initial return of a former public charity

☐ Final return

☐ Amended return

☒ Address change

☐ Name change

Name of foundation
JOSEPH RIPPEY CHARITABLE TR R54559001

Number and street (or P O box number if mail is not delivered to street address)
JPMORGAN CHASE BK 10 S DEARBORN ST
NO 21 FL

City or town, state, and ZIP code
CHICAGO, IL 606032300

A Employer identification number
16-6544138

B Telephone number (see page 10 of the instructions)
(312) 732-1094

C If exemption application is pending, check here ☐

D 1. Foreign organizations, check here ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ☐

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

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)
\$ 1,858,960

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)

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 page 11 of the instructions))		(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 (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26	26		
	4 Dividends and interest from securities.	38,430	38,473		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	59,612			
	b Gross sales price for all assets on line 6a 1,219,576				
	7 Capital gain net income (from Part IV, line 2)		55,941		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	348	348		
	12 Total. Add lines 1 through 11	98,416	94,788		
	13 Compensation of officers, directors, trustees, etc	29,043	21,782		7,261
	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)				
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions)	6,166	1,105		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule).	250	565		250
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	35,459	23,452		7,511
	25 Contributions, gifts, grants paid.	87,001			87,001
	26 Total expenses and disbursements. Add lines 24 and 25	122,460	23,452		94,512
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-24,044			
	b Net investment income (if negative, enter -0-)		71,336		
	c Adjusted net income (if negative, enter -0-)				

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		4,653	4,653
	2	Savings and temporary cash investments	-29,187	69,921	69,921
	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 page 15 of the 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)	49,654		
	b	Investments—corporate stock (attach schedule)	1,587,217	 1,544,495	1,532,658
	c	Investments—corporate bonds (attach schedule).	285,174	 249,905	251,728
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
Liabilities	15	Other assets (describe ▶ _____)			
	16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,892,858	1,868,974	1,858,960
	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	1,892,858	1,868,974	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	0	0	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,892,858	1,868,974	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,892,858	1,868,974	

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	1,892,858
2	Enter amount from Part I, line 27a	2	-24,044
3	Other increases not included in line 2 (itemize) ▶  _____	3	160
4	Add lines 1, 2, and 3	4	1,868,974
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	1,868,974

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	55,941
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2010	87,104	2,044,815	0 042597
2009	111,792	1,942,973	0 057537
2008	120,685	1,958,012	0 061636
2007	111,175	2,436,957	0 045620
2006	104,982	2,341,452	0 044836

2	Total of line 1, column (d).	2	0 252226
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 050445
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5.	4	1,932,070
5	Multiply line 4 by line 3.	5	97,463
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	713
7	Add lines 5 and 6.	7	98,176
8	Enter qualifying distributions from Part XII, line 4.	8	94,512

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions on page 18

Part VIExcise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ 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	1,427
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	1,427
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	1,427
6		Credits/Payments			
a		2011 estimated tax payments and 2010 overpayment credited to 2011	6a	2,760	
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	2,760
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	1,333
11		Enter the amount of line 10 to be Credited to 2012 estimated tax ☐ 1,333	Refunded ☐	11	0

Part VII-AStatements 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		No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?			No
	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		No
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		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see page 19 of the 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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9		No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions).	11		No
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of JPMORGAN CHASE BANK NA Telephone no (585) 797-1899 Located at ONE CHASE SQUARE ROCHESTER NY ZIP+4 14603			
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.			
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?	15		
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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). b If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here. 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? 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? b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions). 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? 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.). 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?			
		1b		No
		1c		No
		2b		
		3b		
		4a		No
		4b		No

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 page 22 of the 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 page 22 of the instructions)?

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?

☐ 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?

☐ Yes ☒ No

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?

☐ Yes ☒ No

Part VIII

Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1

List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
JPMORGAN CHASE BANK NA 10 S DEARBORN ST IL1-0117 CHICAGO,IL 606032300	CO-TRUSTEE 2 00	26,676	0	0
RICHARD EISENBERG C/O JPMORGAN CHASE BANK NA ONE CHASE SQUARE ROCHESTER,NY 14603	CO-TRUSTEE 1 00	2,367	0	0

2

Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

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

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

Part VIII

[illegible]

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.		Expenses
1		
2		
3		
4		

Part IX-B

Total. Add lines 1 through 3.	0
--------------------------------------	---

Part X

Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,898,105
b	Average of monthly cash balances.	1b	63,387
c	Fair market value of all other assets (see page 24 of the instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,961,492
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	1,961,492
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see page 25 of the instructions).	4	29,422
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,932,070
6	Minimum investment return. Enter 5% of line 5.	6	96,604

Part XI

Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☒ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	96,604
2a	Tax on investment income for 2011 from Part VI, line 5.	2a	1,427
b	Income tax for 2011 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,427
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	95,177
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	95,177
6	Deduction from distributable amount (see page 25 of the instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	95,177

Part XII

Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	94,512
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	94,512
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see page 26 of the instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	94,512
Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years			

Part XIII

Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2010	(c) 2010	(d) 2011
1	Distributable amount for 2011 from Part XI, line 7			
2	Undistributed income, if any, as of the end of 2011			
a	Enter amount for 2010 only. 87,001			
b	Total for prior years 20____, 20____, 20____ 0			
3	Excess distributions carryover, if any, to 2011			
a	From 2006.			
b	From 2007.			
c	From 2008.			
d	From 2009.			
e	From 2010.			
f	Total of lines 3a through e. 0			
4	Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 94,512			
a	Applied to 2010, but not more than line 2a 87,001			
b	Applied to undistributed income of prior years (Election required—see page 26 of the instructions) 0			
c	Treated as distributions out of corpus (Election required—see page 26 of the instructions). . . . 0			
d	Applied to 2011 distributable amount. 7,511			
e	Remaining amount distributed out of corpus 0			
5	Excess distributions carryover applied to 2011 0			
(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 0			
b	Prior years' undistributed income Subtract line 4b from line 2b. 0			
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. 0			
d	Subtract line 6c from line 6b Taxable amount—see page 27 of the instructions 0			
e	Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions 0			
f	Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2011. 87,666			
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions). 0			
8	Excess distributions carryover from 2006 not applied on line 5 or line 7 (see page 27 of the instructions). 0			
9	Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a 0			
10	Analysis of line 9			
a	Excess from 2007.			
b	Excess from 2008.			
c	Excess from 2009.			
d	Excess from 2010.			
e	Excess from 2011.			

Part XIVPrivate Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2011	(b) 2010	(c) 2009	(d) 2008	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see page 27 of the instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

Check here ☐ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a

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

DICK HAMILTON JPMORGAN CHASE BANKNA
ONE CHASE SQUARE
ROCHESTER, NY 14643
(585) 797-1899

b

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

WRITTEN REQUEST INCLUDING THE ORGANIZATION'S BUDGET FOR THE PROJECT THAT RESULTS IN THE REQUEST FOR FUNDS, AND THE ORGANIZATION'S IRC SECTION 501 (C)(3) STATUS LETTER

c

Any submission deadlines

NONE

d

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

LIMITED TO CHARITABLE ORGANIZATIONS DESCRIBED IN IRC SECTION 501(C)(3) NO GRANTS ARE MADE TO INDIVIDUALS

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	87,001
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See page 28 of the instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
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			14	26	
4	Dividends and interest from securities. . . .			14	38,430	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.			14	348	
8	Gain or (loss) from sales of assets other than inventory			18	59,612	
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). .		0		98,416	0
13	Total. Add line 12, columns (b), (d), and (e).			13		98,416

[illegible]

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

[illegible]

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 or fiduciary) is based on all information of which preparer has any knowledge				
	2012-10-11 Signature of officer or trustee Date Title				
	Paid Preparer's Use Only	Date		Check if self-employed ☒ PTIN	
		Firm's name Firm's EIN			
Firm's address Phone no					

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

Additional Data

Software ID:

Software Version:

EIN: 16-6544138

Name: JOSEPH RIPPEY CHARITABLE TR R54559001

Form 990PF - Special Condition Description:

Special Condition Description

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
PUBLICLY TRADED SECURITIES	P		
POWERSHARES DB COMMODITY TRACKING INDEX FD	P		
POWERSHARES DB COMMODITY TRACKING INDEX FD	P		
POWERSHARES DB COMMODITY TRACKING INDEX FD SEC 1256	P		
POWERSHARES DB COMMODITY TRACKING INDEX FD BASIS ADJUSTMENT RE SALES	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,199,647		1,159,964	39,683
			-324
			852
			789
			-4,988
19,929			19,929

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			39,683
			-324
			852
			789
			-4,988
			19,929

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
NATURAL HISTORY MUSEUM OF THE ADIRONDACKS45 MUSEUM DRIVE TUPPER LAKE,NY 12986	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	20,000
ROCHESTER PHILHARMONIC ORCHESTRA108 EAST AVENUE ROCHESTER,NY 14604	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
UNIVERSITY OF ROCHESTER-STRONG MEMORIAL601 ELMWOOD AVENUE ROCHESTER,NY 14642	NONE	PUBLIC CHARITY	GRANT- UROLOGY MEDICAL FELLOWSHIP	21,000
OPEN DOOR MISSION INC156 PLYMOUTH AVE NORTH ROCHESTER,NY 14608	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	11,001
ISAIAH HOUSE INC71 PRINCE STREET ROCHESTER,NY 14605	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	15,000
COMMUNITY FOOD CUPBOARD OF ROCHESTER INC11 NEST STREET ROCHESTER,NY 14605	NONE	PUBLIC CHARITY	PROGRAM SUPPORT	10,000
Total			3a	87,001

**TY 2011 Investments Corporate
Bonds Schedule****Name:** JOSEPH RIPPEY CHARITABLE TR R54559001**EIN:** 16-6544138

Name of Bond	End of Year Book Value	End of Year Fair Market Value
USA TREAS NOTES 4.000% 11/15/2012 DTD 11/15/2002 - 50000 SHS	49,654	50,871
JPM HIGH YIELD FD - SEL FUND 3580 5.91% - 4268.583 SHS	29,240	33,124
JPM SHORT DURATION BOND FD - SEL FUND 3133 0.70% - 3646.308 SHS	40,000	40,036
DREYFUS LAUREL EMG MKT DEBT LOC C-1 - 1360.294 SHS	19,275	18,146
JPM STR INC OPP FD FUND 3844 3.25% - 1813.288 SHS	19,620	20,835
JPM INTL CURRENCY INCOME FD 1.11% - 3903.549 SHS	42,763	41,768
JPM TR I MLT SC INCM SL 2.35% - 1920.592 SHS	19,417	19,168
DB 95% PPN FX BASKET 2/1/13 - 15000 SHS	14,922	13,740
BARC 93% PPN CURRENCY BASKET 9/13/13 - 15000 SHS	15,014	14,040

TY 2011 Investments Corporate
Stock Schedule

Name: JOSEPH RIPPEY CHARITABLE TR R54559001
EIN: 16-6544138

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOTT LABORATORIES - 26 SHS	1,596	1,607
ALLERGAN INC - 23 SHS	1,989	2,076
ALTERA CORP - 69 SHS	2,627	2,305
AMAZON COM INC - 19 SHS	2,311	4,045
ANADARKO PETROLEUM CORP - 30 SHS	2,211	1,830
APPLE INC. - 29 SHS	5,949	16,754
AUTOZONE INC - 5 SHS	1,436	1,901
CSX CORP - 85 SHS	2,503	2,444
CVS CAREMARK CORPORATION - 58 SHS	2,067	2,607
CAPITAL ONE FINANCIAL CORP - 39 SHS	1,778	2,003
CARDINAL HEALTH INC - 64 SHS	2,007	2,648
CELGENE CORPORATION - 37 SHS	1,836	2,525
CISCO SYSTEMS INC - 210 SHS	3,750	3,429
CITRIX SYSTEMS INC - 15 SHS	867	1,096
COLGATE PALMOLIVE CO - 19 SHS	1,497	1,868
DELAWARE EMERGING MARKETS FUND - 4507.566 SHS	70,217	53,189
E I DU PONT DE NEMOURS & CO - 95 SHS	3,560	4,585
E M C CORP MASS - 70 SHS	1,433	1,670
EMERSON ELECTRIC CO - 55 SHS	2,908	2,572
FREEPORT-MCMORAN COPPER & GOLD INC CL B - 86 SHS	3,264	2,755
GENERAL ELECTRIC CO - 110 SHS	1,789	2,100
GENERAL MILLS INC - 80 SHS	2,795	3,062
HOME DEPOT INC - 57 SHS	2,348	2,812
HUMANA INC - 35 SHS	2,716	2,674
JOHNSON CONTROLS INC - 139 SHS	3,060	4,189
LAM RESEARCH CORP - 24 SHS	989	895
THE ESTEE LAUDER COMPANIES INC CL A - 24 SHS	1,216	1,300
LENNAR CORP - 60 SHS	912	1,637
LOWES COMPANIES INC - 150 SHS	3,240	4,008
MICROSOFT CORP - 306 SHS	7,882	8,932

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NIKE INC B - 25 SHS	1,445	2,705
OCCIDENTAL PETROLEUM CORP - 57 SHS	4,206	4,518
ORACLE CORP - 169 SHS	4,131	4,473
PACCAR INC - 66 SHS	2,178	2,480
PFIZER INC - 232 SHS	3,558	5,074
PIONEER NATURAL RESOURCES CO - 20 SHS	1,809	1,934
PROCTER & GAMBLE CO - 81 SHS	4,340	5,045
QUALCOMM INC - 82 SHS	4,032	4,699
T ROWE PRICE INTERNATIONAL FUNDS INC NEW ASIA FUND - 3333.449 SHS	42,576	48,935
SPDR S&P 500 ETF TRUST - 157 SHS	36,237	39,047
SCHLUMBERGER LTD - 64 SHS	5,349	4,048
UNITED TECHNOLOGIES CORP - 69 SHS	3,399	5,114
VERTEX PHARMACEUTICALS INC - 29 SHS	909	1,741
WALTER ENERGY INC - 21 SHS	1,540	1,017
WILLIAMS COMPANIES INC - 89 SHS	2,224	2,717
MARRIOTT INTERNATIONAL INC CL A - 51 SHS	1,790	1,974
COGNIZANT TECHNOLOGY SOLUTIONS CORP CL A - 51 SHS	2,779	2,971
WELLS FARGO & CO - 234 SHS	6,305	7,500
BANK OF AMERICA CORP - 215 SHS	6,678	1,580
GOLDMAN SACHS GROUP INC - 33 SHS	4,519	3,158
EOG RESOURCES INC - 22 SHS	1,882	2,185
HONEYWELL INTERNATIONAL INC - 48 SHS	2,008	2,672
UNITEDHEALTH GROUP INC - 56 SHS	2,445	3,123
ISHARES MSCI JAPAN INDEX FUND - 3965 SHS	40,001	35,249
ISHARES S&P MIDCAP 400 INDEX FUND - 466 SHS	40,962	43,119
VERIZON COMMUNICATIONS INC - 83 SHS	2,296	3,456
MFS INTL VALUE-I - 1241.303 SHS	31,600	30,747
US BANCORP DEL - 70 SHS	1,252	2,178
DODGE & COX INTERNATIONAL STOCK - 2421.012 SHS	88,050	68,781
ISHARES MSCI EAFE INDEX FUND - 385 SHS	22,365	18,388

Name of Stock	End of Year Book Value	End of Year Fair Market Value
YUM BRANDS INC - 70 SHS	2,380	4,925
CENTERPOINT ENERGY INC - 134 SHS	2,317	2,711
COMCAST CORP CL A - 104 SHS	2,141	3,007
ARBITRAGE FUNDS - I CL I - 2839.601 SHS	37,000	37,028
ASTON OPTIMUM MID CAP FUND I - 1261.055 SHS	38,500	37,718
JPM LARGE CAP GROWTH FD - SEL FUND 3118 - 2684.796 SHS	56,700	62,395
JPM US REAL ESTATE FD - SEL FUND 3037 - 2112.64 SHS	17,828	36,908
JPM MARKET EXPANSION INDEX FD - SEL FUND 3708 - 4817.305 SHS	51,037	48,703
JPM ASIA 3 FD - SEL FUND 1134 - 952.97 SHS	27,702	26,759
AMERIPRISE FINANCIAL INC - 25 SHS	1,357	1,198
AT&T INC - 89 SHS	2,358	3,041
CBS CORP CLASS B W/I - 97 SHS	2,605	3,096
JPM TR I GROWTH ADVANTAGE FD - SEL FUND 1567 - 4940.382 SHS	34,385	47,181
CAMERON INTERNATIONAL CORPORATION - 27 SHS	1,461	1,234
POWERSHARES DB COMMODITY INDEX TRACKING FUND - 2025 SHS	15,947	17,920
HARTFORD CAPITAL APPRECIATION FUND - 614.869 SHS	22,000	18,618
MANNING & NAPIER FUND INC WORLD OPPORTUNITIES SERIES FUND - 8435.642 SHS	76,682	55,422
MANNING & NAPIER FUND INC 3 SERIES - 3682.076 SHS	74,500	65,173
CME GROUP INC CLASS A COMMON STOCK - 8 SHS	2,313	2,061
EATON VANCE MUT FDS TR GB MACRO ABSOLUTE RTN I - 3168.189 SHS	32,333	30,890
INVESCO LTD - 88 SHS	1,713	1,914
PHILIP MORRIS INTERNATIONAL - 30 SHS	2,464	2,535
GATEWAY FUND - Y - 697.324 SHS	18,500	18,465
NETAPP INC - 37 SHS	1,494	1,101
SPDR GOLD TRUST - 190 SHS	30,953	28,808
ACE LTD NEW - 42 SHS	2,310	3,038
ISHARES MSCI ALL COUNTRY ASIA EX JAPAN INDEX FUND - 615 SHS	37,554	31,187
EQT CORPORATION - 23 SHS	1,204	1,067
TYCO INTERNATIONAL LTD - 50 SHS	1,937	2,658
TIME WARNER INC NEW - 163 SHS	4,385	5,619

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RS INTERNATIONAL GROWTH FUND - 0 SHS	44,000	44,000
CAREFUSION CORPORATION - 51 SHS	1,312	1,236
MERCK AND CO INC - 130 SHS	4,067	4,885
NEUBERGER BERMAN MULTI CAP OPPORTUNITIES FUND - 1874.414 SHS	20,000	18,838
HIGHBRIDGE DYNAMIC COMM STRG FD -SEL - 1120.214 SHS	16,602	18,316
BARC CONT BUFF EQ SPX 07/13/12 - 30000 SHS	29,625	31,842
COVIDIEN PLC NEW - 48 SHS	2,075	2,485
CITIGROUP INC NEW - 100 SHS	3,543	2,651
BARC CONT BUFF EQ SPX 06/13/12 - 30000 SHS	29,700	30,831
MS GSCI BRENT CRUDE CPN NOTE 6/25/12 - 10000 SHS	9,900	10,660
BNP BREN ASIA BASKET 08/22/12 - 20000 SHS	19,800	18,758
GS BREN EAFE 09/12/12 - 20000 SHS	19,800	18,931
GS BREN EAFE 10/24/12 - 20000 SHS	19,800	19,133
HSBC BREN EEM 11/15/12 - 20000 SHS	19,800	18,530
BARC BREN COMMODITY BSKT 11/21/13 - 20000 SHS	19,700	19,850
CS EAFE BREN 02/27/13 - 20000 SHS	19,800	17,480
DB QARN SPX 03/13/13 - 30000 SHS	29,700	29,340
GS BREN SPX 05/15/13 - 40000 SHS	39,600	37,956
BNP DELTA ONE MSCI WORLD TR 6/14/13 - 25000 SHS	24,750	25,000
HSBC DELTA ONE MSCI WORLD TR 6/14/13 - 25000 SHS	24,750	25,000
JUNIPER NETWORKS INC - 76 SHS	1,756	1,307
EXXON MOBIL CORP - 103 SHS	7,517	8,099
METLIFE INC - 94 SHS	3,505	2,746
KRAFT FOODS INC CLASS A - 91 SHS	3,142	3,483
PRUDENTIAL FINANCIAL INC - 40 SHS	1,749	1,858
BIOGEN IDEC INC - 25 SHS	1,601	3,269
BAIDU INC SPONS ADR - 9 SHS	830	1,060
INTERCONTINENTAL EXCHANGE INC - 10 SHS	1,144	1,225
TD AMERITRADE HOLDING CORPORATION - 60 SHS	968	1,030
MASTERCARD INC - CLASS A - 4 SHS	717	1,626

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GENERAL MOTORS CO - 70 SHS	2,376	1,554
LINKEDIN CORP - A - 12 SHS	1,188	1,153

TY 2011 Other Expenses Schedule**Name:** JOSEPH RIPPEY CHARITABLE TR R54559001**EIN:** 16-6544138

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NY STATE ATTORNEY GENERAL FILING FEE	250	0		250
POWERSHARES DB COMMIDITY TRACKING INDEX FD	0	565		0

TY 2011 Other Income Schedule

Name: JOSEPH RIPPEY CHARITABLE TR R54559001

EIN: 16-6544138

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OID INCOME	348	348	348

TY 2011 Other Increases Schedule

Name: JOSEPH RIPPEY CHARITABLE TR R54559001

EIN: 16-6544138

Description	Amount
NONTAXABLE DIVIDEND DISTRIBUTIONS - RETURN OF CAPITAL ADJUSTMENT	160

TY 2011 Taxes Schedule**Name:** JOSEPH RIPPEY CHARITABLE TR R54559001**EIN:** 16-6544138

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX BALANCE	2,301	0		0
ESTIMATED FEDERAL EXCISE TAX- CURRENT YEAT	2,760	0		0
FOREIGN TAX WITHHELD	1,105	1,105		0