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 6/01 **, 2011, and ending** 5/31 , 2012

HOWARD E STARK CHARITABLE FOUNDATION
53 NO PARK AVE #50
ROCKVILLE CENTRE, NY 11570

A Employer identification number 26-0270223

B Telephone number (see the instructions) (516) 596-8929

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 ► ☐

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

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, column (c), line 16)* ►$ 4,965,470.

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 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 (att sch)				
	2	Ck ► ☒ if the foundn is **not** req to att Sch B				
	3	Interest on savings and temporary cash investments	130,802.	130,802.	130,802.	
	4	Dividends and interest from securities	44,353.	44,353.	44,353.	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain/(loss) from sale of assets not on line 10	18,883.			
	b	Gross sales price for all assets on line 6a 2,178,590.				
	7	Capital gain net income (from Part IV, line 2)		18,883.		
	8	Net short-term capital gain			930.	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit/(loss) (att sch)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	194,038.	194,038.	176,085.	
OPERATING AND ADMINISTRATIVE EXPENSES	13	Compensation of officers, directors, trustees, etc	17,315.			17,315.
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits	784.			784.
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach sch)				
	c	Other prof fees (attach sch) See St 1	48,432.	48,432.		
	17	Interest				
	18	Taxes (attach schedule)(see instrs) See Stm 2	3,839.			3,839.
	19	Depreciation (attach sch) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule) See Statement 3	3,720.			3,720.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	74,090.	48,432.		25,658.
	25	Contributions, gifts, grants paid Part XV	230,561.			230,561.
	26	**Total expenses and disbursements.** Add lines 24 and 25	304,651.	48,432.	0.	256,219.
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-110,613.			
	b	**Net investment income** (if negative, enter -0-)		145,606.		
	c	**Adjusted net income** (if negative, enter -0-)			176,085.	

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		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	12,583.	7,454.	7,454.
	2	Savings and temporary cash investments	60,144.	983,158.	983,158.
	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 sch) ►			
		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)	220,000.		
	b	Investments – corporate stock (attach schedule)	1,358,198.	1,469,413.	1,664,056.
	c	Investments – corporate bonds (attach schedule)	2,074,127.	1,859,150.	1,951,982.
	11	Investments – land, buildings, and equipment. basis ►			
		Less: accumulated depreciation (attach schedule) ►			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)	1,054,560.	350,000.	358,728.
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation (attach schedule) ►			
	15	Other assets (describe ► See Statement 4)	92.	92.	92.
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	4,779,704.	4,669,267.	4,965,470.
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ► See Statement 5)	812.	988.	
	23	**Total liabilities** (add lines 17 through 22)	812.	988.	
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	5,000,000.	5,000,000.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	-221,108.	-331,721.	
	30	**Total net assets or fund balances** (see instructions)	4,778,892.	4,668,279.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,779,704.	4,669,267.	

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	4,778,892.
2	Enter amount from Part I, line 27a	2	-110,613.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	4,668,279.
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	4,668,279.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	See Statement 6			
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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a				
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	18,883.
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	930.

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.) N/A

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 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 (column (b) divided by column (c))
2010			
2009			
2008			
2007			
2006			

2	**Total** of line 1, column (d)	2	
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	
4	Enter the net value of noncharitable-use assets for 2011 from Part X, line 5	4	
5	Multiply line 4 by line 3	5	
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	
7	Add lines 5 and 6	7	
8	Enter qualifying distributions from Part XII, line 4	8	

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a 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 instrs)** **b** Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b **c** All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b).			1	2,912.
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	2,912.
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	2,912.
6 Credits/Payments.				
a 2011 estimated tax pmts and 2010 overpayment credited to 2011	6a	2,668.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c	500.		
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d			7	3,168.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	21.
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	235.
11 Enter the amount of line 10 to be: Credited to 2012 estimated tax ► 235. **Refunded** ►			11	0.

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		X
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*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		X
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?	6		X
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► NY			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses.*	10		X

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

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

Website address ► www.howardstarkfoundation.org

14 The books are in care of ► JENNIFER A FRANZ Telephone no. ► (516) 596-8929

Located at ► 53 NO PARK AVE STE 50 ROCKVILLE CENTRE NY ZIP + 4 ► 11570

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1. If 'Yes,' enter the name of the foreign country ►			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

				Yes	No
1a	During the year did the foundation (either directly or indirectly)				
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
(6)	Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	► ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__ .	☐ Yes ☒ No			
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? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)*		3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011?		4b		X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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)? . . . **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here ► ☐

c If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If 'Yes' to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
JENNIFER A FRANZ 53 N PARK AVE STE 50 ROCKVILLE CENTRE, NY 11570	Executive Di 7.00	6,280.	0.	0.
MICHAEL T PAGANO 1163 N JEAGA DRIVE JUPITER, FL 33458	Trustee 4.00	11,035.	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				

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes.				
a	Average monthly fair market value of securities			1a	5,015,418.
b	Average of monthly cash balances			1b	86,252.
c	Fair market value of all other assets (see instructions)			1c	
d	**Total** (add lines 1a, b, and c)			1d	5,101,670.
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	5,101,670.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)			4	76,525.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	5,025,145.
6	**Minimum investment return.** Enter 5% of line 5			6	251,257.

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	251,257.
2a	Tax on investment income for 2011 from Part VI, line 5	2a	2,912.		
b	Income tax for 2011 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,912.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	248,345.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	248,345.
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	248,345.

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	256,219.
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	256,219.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	256,219.

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					248,345.
2 Undistributed income, if any, as of the end of 2011					
a Enter amount for 2010 only				221,517.	
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: ► $ 256,219.					
a Applied to 2010, but not more than line 2a				221,517.	
b Applied to undistributed income of prior years (Election required – see instructions)			0.		
c Treated as distributions out of corpus (Election required – see instructions)		0.			
d Applied to 2011 distributable amount					34,702.
e Remaining amount distributed out of corpus		0.			
5 Excess distributions carryover applied to 2011 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		0.			0.
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5		0.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions			0.		
e Undistributed income for 2010 Subtract line 4a from line 2a Taxable amount – see instructions				0.	
f Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012					213,643.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)		0.			
8 Excess distributions carryover from 2006 not applied on line 5 or line 7 (see 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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9) N/A

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

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

1 Information Regarding Foundation Managers:

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

None

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

None

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

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

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

See Statement 7

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

See Statement for Line 2a

c Any submission deadlines:

See Statement for Line 2a

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

See Statement for Line 2a

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
See Statement 8				
Total			► 3a	230,561.
b Approved for future payment				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See 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					130,802.
4 Dividends and interest from securities					44,353.
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					
8 Gain or (loss) from sales of assets other than inventory					18,883.
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)					194,038.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 194,038.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

d If the answer to any of the above is 'Yes,' complete the following schedule. Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Signature of officer or trustee

Date: 1/7/13

Title: Executive Director

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
[redacted]	Self-Prepared			[redacted]

Firm's name ▶ [redacted]

Firm's EIN ▶ [redacted]

Firm's address ▶ [redacted]

Phone no [redacted]

Part IV Figuring the Penalty

		(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions) *(Form 990-PF and Form 990-T filers:* Use 5th month instead of 3rd month)	19	4/25/12	4/25/12	4/25/12	
20 Number of days from due date of installment on line 9 to the date shown on line 19	20	193	162	70	
21 Number of days on line 20 after 4/15/2011 and before 7/1/2011	21				
22 Underpayment on line 17 X Number of days on line 21 / 365 X 4%	22				
23 Number of days on line 20 after 6/30/2011 and before 10/1/2011	23				
24 Underpayment on line 17 X Number of days on line 23 / 365 X 4%	24				
25 Number of days on line 20 after 9/30/2011 and before 1/1/2012	25	77	46		
26 Underpayment on line 17 X Number of days on line 25 / 365 X 3%	26	3.37	2.52		
27 Number of days on line 20 after 12/31/2011 and before 4/1/2012	27	91	91	45	
28 Underpayment on line 17 X Number of days on line 27 / 366 X 3%	28	3.97	4.97	2.46	
29 Number of days on line 20 after 3/31/2012 and before 7/1/2011	29	25	25	25	
30 Underpayment on line 17 X Number of days on line 29 / 366 X 3 *%	30	1.09	1.36	1.37	
31 Number of days on line 20 after 6/30/2012 and before 10/1/2012	31				
32 Underpayment on line 17 X Number of days on line 31 / 366 X ____ *%	32				
33 Number of days on line 20 after 9/30/2012 and before 1/1/2013	33				
34 Underpayment on line 17 X Number of days on line 33 / 366 X *%	34				
35 Number of days on line 20 after 12/31/2012 and before 2/16/2013	35				
36 Underpayment on line 17 X Number of days on line 35 / 365 X *%	36				
37 Add lines 22, 24, 26, 28, 30, 32, 34, and 36	37	8.43	8.85	3.83	

38 **Penalty.** Add columns (a) through (d) of line 37. Enter the total here and on Form 1120, line 33, or the comparable line for other income tax returns	38	21.

*Use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin To obtain this information on the Internet, access the IRS website at **www.irs.gov.** You can also call 1-800-829-4933 to get interest rate information.

Statement 1
Form 990-PF, Part I, Line 16c
Other Professional Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
INVESTMENT MANAGEMENT FEES	$ 48,432.	$ 48,432.		
Total	$ 48,432.	$ 48,432.	$ 0.	$ 0.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FEDERAL	$ 3,023.			$ 3,023.
FOREIGN	475.			475.
PAYROLL	341.			341.
Total	$ 3,839.	$ 0.	$ 0.	$ 3,839.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
BUSINESS EXPENSE	$ 4.			$ 4.
D & O INSURANCE	1,087.			1,087.
DISABILITY INSURANCE	61.			61.
FILING FEES	289.			289.
FINANCE CHARGES	46.			46.
OFFICE EXPENSE	1,117.			1,117.
POSTAGE	45.			45.
TELEPHONE	415.			415.
WEB DESIGN	300.			300.
WEB HOSTING	110.			110.
WORKERS COMP INSURANCE	246.			246.
Total	$ 3,720.	$ 0.	$ 0.	$ 3,720.

Statement 4
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
PETTY CASH	$ 92.	$ 92.
Total	$ 92.	$ 92.

Statement 5
Form 990-PF, Part II, Line 22
Other Liabilities

FEDERAL PAYROLL TAXES PAYABLE	$ 876.
NEW YORK PAYROLL TAXES PAYABLE	112.
Total	$ 988.

Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	50000 AMERICAN INTERNATIONAL GROUP INC	Purchased	6/10/2008	10/18/2011
2	25000 AT&T CORP CR SENS	Purchased	12/04/2008	10/11/2011
3	50000 BARCLAYS BK PLC MTN	Purchased	7/12/2010	7/18/2011
4	50000 BARCLAYS BANK PLC SER	Purchased	7/12/2010	7/26/2011
5	25000 BOEING CAP CORP SR NT	Purchased	10/17/2008	2/15/2012
6	100000 CAPMARK BK MIDVALE UTA	Purchased	4/24/2009	4/30/2012
7	25000 CSX CORP NT	Purchased	12/04/2008	3/15/2012
8	489 DEERE & COMPANY	Purchased	12/06/2010	3/05/2012
9	200000 EAST WEST BK STEP RATE	Purchased	7/07/2011	4/16/2012
10	500 EMERSON ELECTRIC CO	Purchased	5/03/2011	7/28/2011
11	100000 FEDERAL HOME LN MTG CA	Purchased	10/19/2011	5/17/2012
12	250000 FEDL HOME LN MTG CRPN	Purchased	3/08/2011	3/28/2012
13	50000 FEDL HOME LOAN BANK BO	Purchased	6/28/2011	8/17/2011
14	200000 FEDL HOME LOAN BK BON	Purchased	12/01/2010	6/16/2011
15	20000 FEDL HOME LOAN BK BON	Purchased	5/09/2011	6/16/2011
16	50000 FEDL NATL MTG ASSN NOTE	Purchased	9/08/2011	12/22/2011
17	20855 FIDELITY FLOATING RATE HI	Purchased	Various	6/27/2011
18	54000 FISERV INC SR NT	Purchased	Various	7/14/2011
19	25000 FORTUNE BRANDS INC	Purchased	12/01/2009	11/04/2011
20	25000 GOLDMAN SACHS GROUP	Purchased	10/16/2007	1/17/2012
21	13000 L3 COMMUNICATIONS COR	Purchased	6/30/2011	12/22/2011
22	500 MINNESOTA MNG & MFG	Purchased	2/12/2009	7/28/2011
23	25000 NATIONAL RURAL UTILS CO	Purchased	4/27/2009	4/16/2012
24	250000 SALLIE MAE BK MURRAY UT	Purchased	5/26/2009	5/29/2012
25	6481 VANGUARD SHORT TERM	Purchased	4/26/2011	6/06/2011
26	12140 VANGUARD SHORT TERM	Purchased	Various	6/29/2011
27	25000 WASHINGTON MUT INC SUB	Purchased	2/02/2012	3/23/2012
28	50000 WELLS FARGO CAPTL XVN	Purchased	9/19/2008	10/03/2011

Statement 6 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i)-(j)	(l) Gain (Loss)
1	50,000.		50,313.	-313.				$ -313.
2	25,163.		25,843.	-680.				-680.
3	50,000.		49,938.	62.				62.
4	50,000.		50,000.	0.				0.
5	25,000.		25,300.	-300.				-300.
6	100,000.		100,000.	0.				0.
7	25,000.		24,908.	92.				92.
8	39,624.		38,638.	986.				986.
9	200,000.		199,948.	52.				52.
10	25,107.		28,970.	-3,863.				-3,863.
11	100,000.		99,750.	250.				250.
12	250,000.		250,000.	0.				0.
13	50,000.		50,000.	0.				0.
14	200,000.		200,000.	0.				0.
15	20,000.		20,000.	0.				0.
16	50,000.		50,350.	-350.				-350.
17	204,377.		204,393.	-16.				-16.
18	56,002.		51,975.	4,027.				4,027.
19	25,364.		25,064.	300.				300.
20	25,000.		26,135.	-1,135.				-1,135.
21	13,276.		13,406.	-130.				-130.
22	44,074.		24,883.	19,191.				19,191.
23	25,000.		25,000.	0.				0.
24	250,000.		250,000.	0.				0.
25	69,975.		69,814.	161.				161.
26	130,481.		130,766.	-285.				-285.
27	25,147.		24,063.	1,084.				1,084.
28	50,000.		50,250.	-250.				-250.
							Total	$ 18,883.

Statement 7
Form 990-PF, Part XV, Line 2a-d
Application Submission Information

Name of Grant Program:

Name: THE HOWARD E STARK CHARITABLE FOUNDATION
Care Of: JENNIFER FRANZ, EXECUTIVE DIRECTOR
Street Address: 53 N PARK AVE STE 50
City, State, Zip Code: ROCKVILLE CENTRE, NY 11570
Telephone: (516) 678-1927
Form and Content: REQUEST FORMAL GRANT APPLICATION FROM FOUNDATION
Submission Deadlines: NONE
Restrictions on Awards: NONE

Statement 8
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
ST JOHNS BREAD AND LIFE 795 LEXINGTON AVENUE BROOKLYN, NY 11221		501(c) 3	PROGRAM SERVICES	$ 20,000.
TRINITY SVCS AND FOOD FOR THE HOMELESS 602 E 9TH STREET NEW YORK, NY 10009		501(c) 3	PROGRAM SERVICES	30,000.
REACHING OUT COMMUNITY SERVICES 7708 NEW UTRECHT AVENUE BROOKLYN, NY 11214		501(c) 3	PROGRAM SERVICES	25,000.
MOMMAS, INC 1857 WANTAGH AVENUE WANTAGH, NY 11793		501(c) 3	PROGRAM SERVICES	10,000.
ISLAND HARVEST 199 SECOND STREET MINEOLA, NY 11501		501(c) 3	PROGRAM SERVICES	10,000.
LIFE'S WORC 1501 FRANKLIN AVENUE MINEOLA, NY 11501		501(c) 3	PROGRAM SERVICES	500.
THE RIVER FUND NEW YORK 89-11 LEFFERTS BLVD RICHMOND HILL, NY 11418		501(c) 3	PROGRAM SERVICES	25,000.
THE NORTHAMPTON SURVIVAL CENTER 375 SOUTH STREET NORTHAMPTON, MA 01060		501(c) 3	PROGRAM SERVICES	25,000.
BUILDING HOMES FOR HEROES 65 ROOSEVELT AVE, SUITE 105 VALLEY STREAM, NY 11581		501(c) 3	PROGRAM SERVICES	25,000.
DAKIN PIONEER VALLEY HUMANE SOCIETY PO BOX 319 SOUTH DEERFIELD, MA 01373		501(c) 3	PROGRAM SERVICES	2,000.
AMHERST SURVIVAL CENTER 1200 NORTH PLEASANT ST PO BOX 9629 NORTH AMHERST, MA 01059		501(c) 3	PROGRAM SERVICES	25,000.

Statement 8 (continued)
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Found-ation Status	Purpose of Grant	Amount
DAKIN PIONEER VALLEY HUMANE SOCIETY 171 UNION STREET SPRINGFIELD, MA 01105		501(c) 3	IN-KIND SHELTER ITEMS NEEDED	$ 496.
NEIGHBORS TOGETHER 2094 FULTON STREET BROOKLYN, NY 11233		501(c) 3	PROGRAM SERVICES	10,000.
REBUILDING TOGETHER LONG ISLAND PO BOX 1554 N MASSAPEQUA, NY 11758		501(c) 3	PROGRAM SERVICES	25,000.
PIONEER VALLEY THERAPEUTIC RIDING ASSOC 162 SHEA AVENUE BELCHERTOWN, MA 01007		501(c) 3	RETURN OF RESTRICTED FUNDS. ORGANIZATION CLOSED.	-2,435.
			Total	$ 230,561.