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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

OMB No 1545-0052

**2011**

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

For calendar year 2011 or tax year beginning 07/01, 2011, and ending 06/30, 2012

Name of foundation <b>LUCY D NISBET CHARITABLE FUND</b>		<b>A Employer identification number</b> 06-6519058
Number and street (or P O box number if mail is not delivered to street address) <b>P O BOX 1802</b>		<b>B Telephone number (see instructions)</b> (888) 866-3275
City or town, state, and ZIP code <b>PROVIDENCE, RI 02901-1802</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G Check all that apply:</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<b>H Check type of organization:</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<b>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 3,016,535.</b> <b>J Accounting method:</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)					
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		75,900.	75,885.		STMT 1
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		7,709.			
<b>b</b> Gross sales price for all assets on line 6a 1,439,588.					
<b>7</b> Capital gain net income (from Part IV, line 2)			7,709.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12 Total.</b> Add lines 1 through 11		83,609.	83,594.		
<b>13</b> Compensation of officers, directors, trustees, etc.		35,993.	21,596.		14,397.
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees (attach schedule) STMT 5		6,900.	NONE	NONE	6,900.
<b>b</b> Accounting fees (attach schedule) STMT 6		1,250.	NONE	NONE	1,250.
<b>c</b> Other professional fees (attach schedule)					
<b>17</b> Interest					
<b>18</b> Taxes (attach schedule) (see instructions) STMT 7		6,808.	772.		
<b>19</b> Depreciation (attach schedule) and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule) STMT 8		4,539.			4,539.
<b>24 Total operating and administrative expenses.</b> Add lines 13 through 23		55,490.	22,368.	NONE	27,086.
<b>25</b> Contributions, gifts, grants paid		76,000.			76,000.
<b>26 Total expenses and disbursements</b> Add lines 24 and 25		131,490.	22,368.	NONE	103,086.
<b>27 Subtract line 26 from line 12:</b>					
<b>a</b> Excess of revenue over expenses and disbursements		-47,881.			
<b>b</b> Net investment income (if negative, enter -0-)			61,226.		
<b>c</b> Adjusted net income (if negative, enter -0-)					

For Paperwork Reduction Act Notice, see instructions.

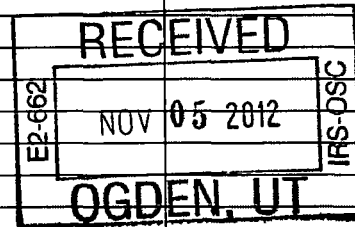
JSA

Form 990-PF (2011)

SCANNED NOV 07 2012

Revenue

Operating and Administrative Expenses





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 . . . . .		123,578.	106,891.	106,891.
	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 . . . . .				
	10 a	Investments - U S and state government obligations (attach schedule) .				
	b	Investments - corporate stock (attach schedule) . . . . .		2,645,044.	2,613,088.	2,909,644.
	11 c	Investments - corporate bonds (attach schedule) . . . . .				
		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) ▶				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .		2,768,622.	2,719,979.	3,016,535.	
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .					
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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. ▶ <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds . . . . .		2,768,622.	2,719,979.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . .				
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .		2,768,622.	2,719,979.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .		2,768,622.	2,719,979.		

**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	2,768,622.
2	Enter amount from Part I, line 27a . . . . .	2	-47,881.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9 . . . . .	3	1.
4	Add lines 1, 2, and 3 . . . . .	4	2,720,742.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10 . . . . .	5	763.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	2,719,979.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
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 1,409,681.		1,431,879.	-22,198.		
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			-22,198.		
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	7,709.	
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.

**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 (col. (b) divided by col. (c))
2010	148,729.	3,005,963.	0.049478
2009	153,360.	2,768,033.	0.055404
2008	166,336.	2,616,876.	0.063563
2007	93,323.	3,414,350.	0.027333
2006	155,799.	3,392,112.	0.045930
<b>2</b> Total of line 1, column (d)			2 0.241708
<b>3</b> 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 0.048342
<b>4</b> Enter the net value of noncharitable-use assets for 2011 from Part X, line 5			4 2,955,803.
<b>5</b> Multiply line 4 by line 3			5 142,889.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			6 612.
<b>7</b> Add lines 5 and 6			7 143,501.
<b>8</b> 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.			8 103,086.

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

<b>1a</b> Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	1,225.
<b>b</b> Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . .		
<b>c</b> All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	2	
<b>3</b> Add lines 1 and 2 . . .	3	1,225.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . .	5	1,225.
<b>6</b> Credits/Payments		
<b>a</b> 2011 estimated tax payments and 2010 overpayment credited to 2011 . . .	6a	3,988.
<b>b</b> Exempt foreign organizations - tax withheld at source . . .	6b	NONE
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . .	6c	NONE
<b>d</b> Backup withholding erroneously withheld . . .	6d	
<b>7</b> Total credits and payments. Add lines 6a through 6d . . .	7	3,988.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . .	8	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . .	9	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . .	10	2,763.
<b>11</b> Enter the amount of line 10 to be: Credited to 2012 estimated tax <input type="checkbox"/> 1,228. Refunded <input type="checkbox"/> 1,535.	11	1,535.

**Part VII-A Statements Regarding Activities**

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

**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)	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 <b>N/A</b>				
14	The books are in care of <b>US TRUST FIDUCIARY TAX SERVICES</b> Telephone no <b>(888) 866-3275</b> Located at <b>PO BOX 1802, PROVIDENCE, RI</b> ZIP + 4 <b>02901-1802</b>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
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 <b></b>				X

**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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/>	1b	X
Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>		
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? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <b></b>		
b Are there any years listed in 2a for which the foundation is <b>not</b> 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) <input type="checkbox"/>	2b	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <b></b>		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/>	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>	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? <input type="checkbox"/>	4b	X

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)****5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (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 ☒ NoOrganizations 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 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
SEE STATEMENT 11		35,993.	-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
SEE STATEMENT 12		NONE	NONE	NONE

**Total** number of other employees paid over \$50,000 ☐ NONE

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**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
SEE STATEMENT 13		NONE
Total number of others receiving over \$50,000 for professional services . . . . .		NONE

**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 NONE	
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	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 . . . . .	



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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	2,858,358.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	142,457.
<b>c</b>	Fair market value of all other assets (see instructions)	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c)	<b>1d</b>	3,000,815.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	3,000,815.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	45,012.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	2,955,803.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	147,790.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	147,790.
<b>2a</b>	Tax on investment income for 2011 from Part VI, line 5	<b>2a</b>	1,225.
<b>b</b>	Income tax for 2011. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	1,225.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	146,565.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4	<b>5</b>	146,565.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	146,565.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	103,086.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	103,086.
<b>5</b>	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)	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	103,086.

**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
<b>1</b> Distributable amount for 2011 from Part XI, line 7 . . . . .				146,565.
<b>2</b> Undistributed income, if any, as of the end of 2011				
<b>a</b> Enter amount for 2010 only . . . . .			74,132.	
<b>b</b> Total for prior years 20____, 20____, 20____		NONE		
<b>3</b> Excess distributions carryover, if any, to 2011				
<b>a</b> From 2006 . . . . .	NONE			
<b>b</b> From 2007 . . . . .	NONE			
<b>c</b> From 2008 . . . . .	NONE			
<b>d</b> From 2009 . . . . .	NONE			
<b>e</b> From 2010 . . . . .	NONE			
<b>f</b> Total of lines 3a through e . . . . .	NONE			
<b>4</b> Qualifying distributions for 2011 from Part XII, line 4 ▶ \$ 103,086.				
<b>a</b> Applied to 2010, but not more than line 2a . . .			74,132.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
<b>d</b> Applied to 2011 distributable amount . . . . .				28,954.
<b>e</b> Remaining amount distributed out of corpus . .	NONE			
<b>5</b> Excess distributions carryover applied to 2011 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
<b>c</b> 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 . . . . .		NONE		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
<b>e</b> Undistributed income for 2010. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .				
<b>f</b> Undistributed income for 2011. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2012 . . . . .				117,611.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . .	NONE			
<b>8</b> Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) . . .	NONE			
<b>9</b> Excess distributions carryover to 2012. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2007 . . .	NONE			
<b>b</b> Excess from 2008 . . .	NONE			
<b>c</b> Excess from 2009 . . .	NONE			
<b>d</b> Excess from 2010 . . .	NONE			
<b>e</b> Excess from 2011 . . .	NONE			

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)**NOT APPLICABLE**

**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)

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

**Part XV Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

**c** Any submission deadlines:

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

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

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
<b>a Paid during the year</b>  SEE STATEMENT 16				
<b>Total</b> .....			<b>3a</b>	76,000.
<b>b Approved for future payment</b>				
<b>Total</b> .....			<b>3b</b>	



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

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

[illegible]

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

- b** If "Yes," complete the following schedule.

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

**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

10/05/2012  
Date

**SVP Tax**  
Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶			Firm's EIN ▶	
	Firm's address ▶			Phone no.	

LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ABBOTT LABORATORIES	77.	77.
ABERCROMBIE & FITCH CO CL A	13.	13.
AIR PRODUCTS AND CHEMICALS INC	133.	133.
ALLEGHENY TECHNOLOGIES INC COM	8.	8.
ALLERGAN INCORPORATED	15.	15.
ANADARKO PETROLEUM CORP	26.	26.
ANALOG DEVICES INC	101.	101.
APACHE CORPORATION	58.	58.
ARCH COAL INC	19.	19.
BEAM INC COM	40.	40.
BOEING CO	107.	107.
BOFA MONEY MARKET RESERVES INSTITUTIONAL	173.	173.
BROADCOM CORP CL A	15.	
CIGNA CORPORATION	13.	13.
INTERM GOVT/CREDIT BOND CTF	23,968.	23,968.
CELANESE CORP DEL SER A COM	31.	31.
CHESAPEAKE ENERGY CORPORATION	67.	67.
CHEVRONTXACO CORP COM	1,046.	1,046.
CISCO SYSTEMS INCORPORATED	18.	18.
CITIGROUP INC NEW COM	15.	15.
COLUMBIA ACORN INTERNATIONAL FUND CL Z	622.	622.
COLUMBIA INCOME OPPORTUNITIES FUND CL Z	692.	692.
COLUMBIA MID CAP VALUE FUND CLASS Z SHAR	1,430.	1,430.
COLUMBIA DIVIDEND INCOME FUND CLASS Z SH	3,096.	3,096.
COLUMBIA REAL ESTATE EQUITY FUND CLASS Z	1,370.	1,370.
COLUMBIA VALUE AND RESTRUCTURING FUND CL	173.	173.
COLUMBIA BOND FUND CLASS Z SHARES	4,500.	4,500.
COMCAST CORP NEW CL A COM	302.	302.
CONSTELLATION ENERGY GROUP INC	46.	46.
COSTCO WHOLESALE CORP	25.	25.
CUMMINS ENGINE INC	90.	90.
DR HORTON	39.	39.

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STATEMENT 1

LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
DARDEN RESTAURANTS INC	262.	262.
DEVON ENERGY CORPORATION	28.	28.
DISCOVER FINL SVCS COM	21.	21.
DISH NETWORK CORP COM CL A	450.	450.
DOVER CORPORATION	109.	109.
DOW CHEMICAL COMPANY	71.	71.
DR PEPPER SNAPPLE INC COM	106.	106.
EL PASO CORP COM	3.	3.
EMBRAER S A SPONSORED ADR REPSTG PFD SHS	40.	40.
ENSCO PLC SPONSORED ADR	40.	40.
EXELON CORP COM	278.	278.
EXPEDIA INC COMMON STOCK	46.	46.
EXXON MOBIL CORPORATION	165.	165.
FIFTH THIRD BANCORP COM	93.	93.
FLOWERVE CORP	16.	16.
FRANKLIN RES INC COM	238.	238.
FREEPORT-MCMORAN COPPER & GOLD INC COM	103.	103.
GENERAL ELEC CO	564.	564.
GOLDMAN SACHS GROUP INC	142.	142.
GOODRICH B F CO	52.	52.
HALLIBURTON CO	87.	87.
HARBOR INTERNATIONAL FUND INSTL CL	2,292.	2,292.
HARTFORD FINANCIAL SVCS GRP	121.	121.
HERSHEY FOODS CORP	189.	189.
HEWLETT PACKARD CO COM	29.	29.
HUMANA INC	18.	18.
HUNT J B TRANSPORT SERVICES INC COM	33.	33.
INTEL CORPORATION	296.	296.
INTERNATIONAL BUSINESS MACHS	71.	71.
INTUIT INC	63.	63.
J P MORGAN CHASE & CO COM	643.	643.
JOHNSON & JOHNSON	807.	807.
JOHNSON CONTROLS INCORPORATED	36.	36.

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LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
KBR INC COM	30.	30.
KELLOGG CO	320.	320.
KIMBERLY CLARK CORP COM	133.	133.
KOHL'S CORPORATION	33.	33.
KRAFT FOODS INC CL A COM	145.	145.
LAZARD FUNDS INC EMERGING MKTS PORTFOLIO	2,942.	2,942.
LIMITED BRANDS INC COM	663.	663.
LORILLARD INC COM	568.	568.
MACYS INC COM	183.	183.
MCKESSON HBOC INC	48.	48.
MEAD JOHNSON NUTRITION CO COM	16.	16.
MERCK & CO INC NEW COM	855.	855.
MICROSOFT CORPORATION	100.	100.
NATIONAL OILWELL VARCO INC COM	69.	69.
OCCIDENTAL PETROLEUM CORPORATION	248.	248.
ORACLE SYS CORP	70.	70.
PNC BK CORP	282.	282.
PPG INDUSTRIES INC	250.	250.
PPL CORPORATION	95.	95.
PARKER HANNAFIN CORPORATION	128.	128.
PEPSICO INCORPORATED	436.	436.
PFIZER INC	509.	509.
PHILIP MORRIS INTL INC COM	679.	679.
PIMCO COMMODITY REALRETURN STRATEGY FUND	16,040.	16,040.
POTASH CORP SASK INC	6.	6.
PRICE T ROWE GROUP INC COM	124.	124.
PUBLIC SERVICE ENTERPRISE GROUP INC	274.	274.
QUALCOMM INC	278.	278.
RAYTHEON CO COM NEW	86.	86.
ROCKWELL INTL CORP	30.	30.
ROCKWELL COLLINS COM	34.	34.
ROYAL DUTCH SHELL PLC SPONSORED ADR CL A	436.	436.
SAFEWAY INC COM NEW	115.	115.

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LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
ST JUDE MEDICAL INCORPORATED	116.	116.
SEMPRA ENERGY	254.	254.
STANLEY BLACK & DECKER INC COM	16.	16.
TD AMERITRADE HLDG CORP COM	18.	18.
UNION PAC CORP COM	232.	232.
UNITED PARCEL SERVICE CL B	117.	117.
UNITED TECHNOLOGIES CORP	307.	307.
VERIZON COMMUNICATIONS	715.	715.
VIACOM INC CL B COM	163.	163.
VISA INC CL A COM	93.	93.
WAL-MART STORES INCORPORATED	124.	124.
WALGREEN CO	51.	51.
WELLS FARGO COMPANY	457.	457.
WILLIAMS COS INC DEL COM	134.	134.
ZIMMER HLDGS INC COM	23.	23.
AXIS CAPITAL HOLDINGS LTD COM	99.	99.
ACCENTURE PLC CL A COM	260.	260.
COOPER INDS PLC NEW COM	25.	25.
COVIDIEN PLC COM	193.	193.
XL GROUP PLC COM	72.	72.
TYCO INTL LTD NEW F COM	279.	279.
AVAGO TECHNOLOGIES LTD COM	87.	87.
	-----	-----
TOTAL	75,900.	75,885.
	=====	=====

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART I - LEGAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
LEGAL FEES- CHARITABLE PURPOSE	6,900.			6,900.
TOTALS	6,900.	NONE	NONE	6,900.
	=====	=====	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE (NON-ALLOC	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
-----	-----	-----
FOREIGN TAXES	72.	72.
FEDERAL TAX PAYMENT - PRIOR YE	2,048.	
FEDERAL ESTIMATES - PRINCIPAL	3,988.	
FOREIGN TAXES ON QUALIFIED FOR	518.	518.
FOREIGN TAXES ON NONQUALIFIED	182.	182.
	-----	-----
TOTALS	6,808.	772.
	=====	=====

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	CHARITABLE PURPOSES -----
----------------------	--	---------------------------------

OTHER ALLOCABLE EXPENSE-PRINCI	20.	20.
OTHER NON-ALLOCABLE EXPENSE -	20.	20.
GRANTMAKING FEE PD TO TRUSTEE	4,499.	4,499.

TOTALS	----- 4,539. =====	----- 4,539. =====
--------	--------------------------	--------------------------



LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

-----

-----

ROUNDING

1.

-----

TOTAL

1.

=====

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES  
=====DESCRIPTION  
-----AMOUNT  
-----

CTF ADJUSTMENT

763.  
-----

TOTAL

763.  
=====





LUCY D NISBET CHARITABLE FUND

06-6519058

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

## OFFICER NAME:

BANK OF AMERICA, N.A.

## ADDRESS:

ONE LANDMARK SQUARE

STAMFORD, CT 06901

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 20,147.

COMPENSATION EXPLANATION:

SEE ATTACHED FOOTNOTE

## OFFICER NAME:

WARD CLEARY ESQ.

## ADDRESS:

666 SUMMER STREET

STAMFORD, CT 06901-1486

## TITLE:

CO-TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 15,846.

TOTAL COMPENSATION:

35,993.

=====

LUCY D NISBET CHARITABLE FUND

06-6519058

990PF, PART VIII - COMPENSATION OF THE FIVE HIGHEST PAID EMPLOYEES

=====

EMPLOYEE NAME:

NONE

LUCY D NISBET CHARITABLE FUND

06-6519058

990PF, PART VIII- COMPENSATION OF THE FIVE HIGHEST PAID PROFESSIONALS

=====

NAME:

NONE

~~FOIA(b)(7)(C)~~

LUCY D NISBET CHARITABLE FUND  
FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

06-6519058

## RECIPIENT NAME:

VERMONT HUMANITIES COUNCIL

## ADDRESS:

11 LOOMIS STREET

Montpelier, VT 05602

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT LITERATURE AND MEDICINE PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 4,000.

## RECIPIENT NAME:

AUDUBON VERMONT

## ADDRESS:

255 SHERMAN HOLLOW ROAD

Huntington, VT 05462

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT CHILDREN'S ENVIRON. EDU PROGRAMS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

## RECIPIENT NAME:

CLARINA HOWARD NICHOLS  
CENTER

## ADDRESS:

CLARINA HOWARD NICHOLS

Morrisville, VT 05661

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

DOMESTIC VIOLENCE AWARENESS &amp; RESPONSE

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 10,000.

~~CONFIDENTIAL~~

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

## RECIPIENT NAME:

RIVER ARTS OF MORRISVILLE

## ADDRESS:

74 PLEASANT STREET

Morrisville, VT 05661

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

ARTS FOR EVERYONE

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 7,000.

## RECIPIENT NAME:

RONALD MCDONALD HOUSE

CHARITIES

## ADDRESS:

16 SOUTH WINOOSKI AVENUE

Burlington, VT 05401

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

DENTAL SERVICES TO UNDERSERVED CHILDREN IN VT

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 8,000.

## RECIPIENT NAME:

VERMONT FOODBANK

## ADDRESS:

33 PARKER ROAD

BARRE, VT 05641

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORT SUMMER FOOD SERVICE PROGRAM

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 13,000.

~~CONFIDENTIAL~~

LUCY D NISBET CHARITABLE FUND

06-6519058

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

=====

## RECIPIENT NAME:

STERLING COLLEGE

## ADDRESS:

PO BOX 72

Craftsbury Common, VT 05827

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORTS VERMONT HARVEST

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 5,000.

## RECIPIENT NAME:

FOOD WORKS AT TWO RIVERS CENTER

## ADDRESS:

64 MAIN STREET

Montpelier, VT 05602

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORTS FARM TO TABLE DELIVERING FOOD

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 15,000.

## RECIPIENT NAME:

VERMONT HISTORICAL SOCIETY

## ADDRESS:

60 WASHINGTON STREET

BARRE, VT 05641

## RELATIONSHIP:

NONE

## PURPOSE OF GRANT:

SUPPORTS BRINGING VT HISTORY TO VT STUDENTS

## FOUNDATION STATUS OF RECIPIENT:

PUBLIC CHARITY

AMOUNT OF GRANT PAID ..... 4,000.

TOTAL GRANTS PAID:

76,000.

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## FEDERAL FOOTNOTES

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THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES

LUCY D NISBET CHARITABLE FUND

06-6519058

## FEDERAL FOOTNOTES

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ATTACHED EXPENDITURE RESPONSIBILITY REPORT FOR COPLEY HEALTH SYSTEMS  
RELATES TO A DISTRIBUTION OF \$70,000 IN THE PRIOR TAX YEAR. THESE  
FUNDS WERE NOT UTILIZED UNTIL THE CURRENT TAX YEAR.



**SCHEDULE D  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Capital Gains and Losses**▶ **Attach to Form 1041, Form 5227, or Form 990-T. See the Instructions for  
Schedule D (Form 1041) (also for Form 5227 or Form 990-T, if applicable).**

OMB No 1545-0092

**2011**

Name of estate or trust

Employer identification number

LUCY D NISBET CHARITABLE FUND

06-6519058

**Note:** Form 5227 filers need to complete **only** Parts I and II.**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
1a					

b Enter the short-term gain or (loss), if any, from Schedule D-1, line 1b . . . . .	1b	-21,547.
2 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .	2	
3 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	3	1,706.
4 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2010 Capital Loss Carryover Worksheet . . . . .	4	( )
5 <b>Net short-term gain or (loss).</b> Combine lines 1a through 4 in column (f). Enter here and on line 13, column (3) on the back . . . . . ▶	5	-19,841.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 shares 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) for the entire year Subtract (e) from (d)
6a					
LONG-TERM CAPITAL GAIN DIVIDENDS					18,362.

b Enter the long-term gain or (loss), if any, from Schedule D-1, line 6b . . . . .	6b	-651.
7 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .	7	
8 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .	8	9,839.
9 Capital gain distributions . . . . .	9	
10 Gain from Form 4797, Part I . . . . .	10	
11 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2010 Capital Loss Carryover Worksheet . . . . .	11	( )
12 <b>Net long-term gain or (loss).</b> Combine lines 6a through 11 in column (f). Enter here and on line 14a, column (3) on the back . . . . . ▶	12	27,550.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2011

**Part III Summary of Parts I and II****Caution: Read the instructions before completing this part.**

		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>13</b>	<b>Net short-term gain or (loss)</b> . . . . .	<b>13</b>		-19,841.
<b>14</b>	<b>Net long-term gain or (loss):</b>			
a	Total for year . . . . .	<b>14a</b>		27,550.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>14b</b>		
c	28% rate gain . . . . .	<b>14c</b>		
<b>15</b>	<b>Total net gain or (loss).</b> Combine lines 13 and 14a . . . . . ▶	<b>15</b>		7,709.

**Note:** If line 15, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 14a and 15, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 15, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary.

**Part IV Capital Loss Limitation**

<b>16</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the <b>smaller</b> of: a The loss on line 15, column (3) or b \$3,000 . . . . .	<b>16</b>	( )
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**Note:** If the loss on line 15, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part **only** if both lines 14a and 15 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:

- Either line 14b, col. (2) or line 14c, col. (2) is more than zero, or
- Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part **only** if both lines 14a and 15 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 14b, col. (2) or line 14c, col. (2) is more than zero.

<b>17</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . .	<b>17</b>		
<b>18</b>	Enter the <b>smaller</b> of line 14a or 15 in column (2) but not less than zero . . . . .	<b>18</b>		
<b>19</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . .	<b>19</b>		
<b>20</b>	Add lines 18 and 19 . . . . .	<b>20</b>		
<b>21</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	<b>21</b>		
<b>22</b>	Subtract line 21 from line 20. If zero or less, enter -0- . . . . .	<b>22</b>		
<b>23</b>	Subtract line 22 from line 17. If zero or less, enter -0- . . . . .	<b>23</b>		
<b>24</b>	Enter the <b>smaller</b> of the amount on line 17 or \$2,300 . . . . .	<b>24</b>		
<b>25</b>	Is the amount on line 23 equal to or more than the amount on line 24? <input type="checkbox"/> <b>Yes.</b> Skip lines 25 and 26; go to line 27 and check the "No" box. <input type="checkbox"/> <b>No.</b> Enter the amount from line 23 . . . . .	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24 . . . . .	<b>26</b>		
<b>27</b>	Are the amounts on lines 22 and 26 the same? <input type="checkbox"/> <b>Yes.</b> Skip lines 27 thru 30, go to line 31 <input type="checkbox"/> <b>No.</b> Enter the smaller of line 17 or line 22 . . . . .	<b>27</b>		
<b>28</b>	Enter the amount from line 26 (If line 26 is blank, enter -0-) . . . . .	<b>28</b>		
<b>29</b>	Subtract line 28 from line 27 . . . . .	<b>29</b>		
<b>30</b>	Multiply line 29 by 15% (.15) . . . . .	<b>30</b>		
<b>31</b>	Figure the tax on the amount on line 23. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>31</b>		
<b>32</b>	Add lines 30 and 31 . . . . .	<b>32</b>		
<b>33</b>	Figure the tax on the amount on line 17. Use the 2011 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>33</b>		
<b>34</b>	<b>Tax on all taxable income.</b> Enter the <b>smaller</b> of line 32 or line 33 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . .	<b>34</b>		

Schedule D (Form 1041) 2011


**SCHEDULE D-1**  
**(Form 1041)****Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

**2011**Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 125. ABBOTT LABORATORIES	02/01/2012	02/28/2012	7,116.00	6,784.00	332.00
160. ABBOTT LABORATORIES	11/07/2011	02/28/2012	9,109.00	8,526.00	583.00
75. ABERCROMBIE & FITCH CO	01/07/2011	08/09/2011	4,799.00	3,980.00	819.00
75. ABERCROMBIE & FITCH CO	11/07/2011	02/01/2012	3,448.00	4,372.00	-924.00
675. ADVANCED MICRO DEVICE	11/05/2010	07/29/2011	4,914.00	5,451.00	-537.00
400. ADVANCED MICRO DEVICE	11/05/2010	08/09/2011	2,420.00	3,230.00	-810.00
30. AIR PRODUCTS AND CHEMI	04/27/2011	10/06/2011	2,401.00	2,855.00	-454.00
20. AIR PRODUCTS AND CHEMI	03/08/2011	10/06/2011	1,601.00	1,798.00	-197.00
65. AIR PRODUCTS AND CHEMI	03/08/2011	11/07/2011	5,581.00	5,843.00	-262.00
575. ALCATEL-LUCENT SPONSO	05/26/2011	08/09/2011	1,943.00	3,215.00	-1,272.00
85. ALEXION PHARMACEUTICAL	05/26/2011	07/29/2011	4,749.00	3,938.00	811.00
45. ALLEGHENY TECHNOLOGIES	07/29/2011	10/06/2011	1,691.00	2,618.00	-927.00
225. AMERICAN ELECTRIC POW	10/06/2011	11/07/2011	8,894.00	8,462.00	432.00
75. ANALOG DEVICES INC	10/06/2011	02/01/2012	2,967.00	2,522.00	445.00
165. ANALOG DEVICES INC	08/09/2011	02/01/2012	6,528.00	5,057.00	1,471.00
30. APACHE CORPORATION	11/05/2010	07/29/2011	3,667.00	3,248.00	419.00
30. APACHE CORPORATION	09/03/2010	07/29/2011	3,667.00	2,775.00	892.00
5. APPLE COMPUTER INCORPOR	11/07/2011	02/28/2012	2,660.00	1,984.00	676.00
5. APPLE COMPUTER INCORPOR	11/07/2011	06/11/2012	2,923.00	1,984.00	939.00
175. ARCH COAL INC	05/26/2011	10/06/2011	2,741.00	5,172.00	-2,431.00
70. BEAM INC COM	10/06/2011	11/07/2011	3,453.00	3,238.00	215.00
40. BEAM INC COM	02/28/2012	06/11/2012	2,450.00	2,200.00	250.00
50. BERKSHIRE HATHAWAY INC B COM	07/29/2011	11/07/2011	3,821.00	3,716.00	105.00
145. BERKSHIRE HATHAWAY IN B COM	07/29/2011	02/01/2012	11,422.00	10,777.00	645.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011


**SCHEDULE D-1  
(Form 1041)****Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

**2011**Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 75. BOEING CO	10/06/2011	11/07/2011	4,898.00	4,618.00	280.00
25. BOEING CO	08/09/2011	11/07/2011	1,633.00	1,521.00	112.00
115. BOEING CO	08/09/2011	02/01/2012	8,622.00	6,998.00	1,624.00
815. BOSTON SCIENTIFIC CORP	07/29/2011	08/09/2011	5,038.00	5,878.00	-840.00
225. BRISTOL MYERS SQUIBB	10/06/2011	11/07/2011	7,027.00	7,298.00	-271.00
165. BROADCOM CORP CL A	05/26/2011	10/06/2011	5,786.00	5,491.00	295.00
110. CIGNA CORPORATION	02/28/2012	06/11/2012	4,917.00	4,872.00	45.00
225. CARNIVAL CORP PAIRED	04/27/2011	07/29/2011	7,552.00	8,538.00	-986.00
70. CELANESE CORP DEL SER	02/01/2012	06/11/2012	2,698.00	3,462.00	-764.00
255. CHESAPEAKE ENERGY CORP	04/27/2011	02/01/2012	5,415.00	8,476.00	-3,061.00
55. CHEVRONTXACO CORP COM	10/06/2011	06/11/2012	5,563.00	5,154.00	409.00
60. CISCO SYSTEMS INCORPOR	04/27/2011	07/29/2011	953.00	1,060.00	-107.00
105. COMCAST CORP NEW CL A	10/06/2011	02/01/2012	2,806.00	2,312.00	494.00
90. COMCAST CORP NEW CL A	08/09/2011	02/01/2012	2,405.00	1,835.00	570.00
190. CONSTELLATION ENERGY	04/27/2011	07/29/2011	7,426.00	6,275.00	1,151.00
130. COSTCO WHOLESALE CORP	11/05/2010	07/29/2011	10,075.00	8,543.00	1,532.00
130. CROWN HLDGS INC COM	01/07/2011	10/06/2011	3,947.00	4,414.00	-467.00
30. CUMMINS ENGINE INC	05/26/2011	07/29/2011	3,120.00	3,155.00	-35.00
35. CUMMINS ENGINE INC	05/26/2011	10/06/2011	3,143.00	3,680.00	-537.00
95. CUMMINS ENGINE INC	02/01/2012	06/11/2012	9,002.00	10,034.00	-1,032.00
525. DR HORTON	02/01/2012	06/11/2012	8,216.00	7,384.00	832.00
50. DARDEN RESTAURANTS INC	05/26/2011	07/29/2011	2,508.00	2,525.00	-17.00
70. DENDREON CORP COM	11/05/2010	07/29/2011	2,552.00	2,512.00	40.00
165. DEVON ENERGY CORPORAT	10/06/2011	02/01/2012	10,594.00	9,491.00	1,103.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

~~XXXXXX~~**SCHEDULE D-1  
(Form 1041)****Continuation Sheet for Schedule D  
(Form 1041)**

OMB No 1545-0092

Department of the Treasury  
Internal Revenue Service▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.**2011**

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 110. DISH NETWORK CORP COM	04/27/2011	07/29/2011	3,372.00	2,690.00	682.00
100. DISH NETWORK CORP COM	02/01/2012	06/11/2012	2,788.00	2,828.00	-40.00
90. DOVER CORPORATION	10/06/2011	11/07/2011	5,003.00	4,538.00	465.00
115. DOVER CORPORATION	10/06/2011	06/11/2012	6,453.00	5,799.00	654.00
95. EBAY INC	11/07/2011	02/28/2012	3,471.00	3,037.00	434.00
345. EL PASO CORP COM	04/27/2011	08/09/2011	6,069.00	6,665.00	-596.00
155. EMBRAER S A SPONSORED PFD SHS	04/27/2011	08/09/2011	3,438.00	5,079.00	-1,641.00
70. EMERSON ELEC CO	03/08/2011	07/29/2011	3,421.00	4,137.00	-716.00
155. EMERSON ELEC CO	03/08/2011	08/09/2011	6,677.00	9,161.00	-2,484.00
20. ENSCO PLC SPONSORED AD	04/27/2011	08/09/2011	865.00	1,192.00	-327.00
50. ENSCO PLC SPONSORED AD	04/27/2011	08/09/2011	2,163.00	2,979.00	-816.00 *
50. ENSCO PLC SPONSORED AD	04/16/2011	10/06/2011	2,102.00	3,414.00	-1,312.00
10. ENSCO PLC SPONSORED AD	04/27/2011	10/06/2011	420.00	596.00	-176.00
55. ENSCO PLC SPONSORED AD	03/08/2011	10/06/2011	2,312.00	3,052.00	-740.00
265. EXELON CORP COM	11/07/2011	02/28/2012	10,293.00	11,759.00	-1,466.00
.5 EXPEDIA INC DEL NEW COM	05/26/2011	01/23/2012	15.00	13.00	2.00
162. EXPEDIA INC DEL NEW C	05/26/2011	02/01/2012	5,250.00	4,343.00	907.00
105. EXPRESS SCRIPTS INC C	10/06/2011	11/07/2011	4,809.00	4,119.00	690.00
245. EXPRESS SCRIPTS HLDG	02/28/2012	06/11/2012	12,819.00	13,207.00	-388.00
350. EXXON MOBIL CORPORATI	08/09/2011	10/06/2011	25,550.00	24,742.00	808.00
220. FAIRCHILD SEMICON INT	03/08/2011	07/29/2011	3,281.00	3,948.00	-667.00
50. FLOWSERVE CORP	07/29/2011	10/06/2011	3,991.00	4,855.00	-864.00
20. FRANKLIN RES INC COM	03/08/2011	11/07/2011	2,103.00	2,504.00	-401.00
125. FREEPORT-MCMORAN COPP INC COM	10/06/2011	02/01/2012	5,848.00	4,370.00	1,478.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011


**SCHEDULE D-1**  
**(Form 1041)**
**Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
 ▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

**2011**

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
1a 60. GILEAD SCIENCES INC	07/29/2011	10/06/2011	2,348.00	2,559.00	-211.00
65. GILEAD SCIENCES INC	11/05/2010	10/06/2011	2,544.00	2,525.00	19.00
20. GOLDMAN SACHS GROUP INC	04/27/2011	10/06/2011	1,921.00	3,075.00	-1,154.00
90. GOODRICH B F CO	04/27/2011	10/06/2011	10,865.00	7,867.00	2,998.00
85. HALLIBURTON CO	07/29/2011	02/28/2012	3,181.00	4,572.00	-1,391.00
55. HARTFORD FINANCIAL SVC	03/08/2011	11/07/2011	957.00	1,543.00	-586.00
90. HARTFORD FINANCIAL SVC	01/07/2011	11/07/2011	1,566.00	2,492.00	-926.00
45. HERSHEY FOODS CORP	07/29/2011	06/11/2012	3,037.00	2,545.00	492.00
95. HESS CORP COM	04/27/2011	08/09/2011	5,290.00	7,983.00	-2,693.00
240. HEWLETT PACKARD CO CO	11/07/2011	02/01/2012	6,762.00	6,501.00	261.00
70. HUMANA INC	11/07/2011	02/28/2012	6,197.00	6,110.00	87.00
60. INFORMATICA CORP	11/07/2011	02/01/2012	2,542.00	2,752.00	-210.00
210. INTEL CORPORATION	10/06/2011	02/01/2012	5,621.00	4,603.00	1,018.00
400. INTEL CORPORATION	10/06/2011	06/11/2012	10,512.00	8,768.00	1,744.00
95. INTERNATIONAL BUSINESS	11/07/2011	02/01/2012	18,353.00	17,647.00	706.00
60. INTUIT INC	08/09/2011	06/11/2012	3,362.00	2,531.00	831.00
115. J P MORGAN CHASE & CO	03/08/2011	02/01/2012	4,367.00	5,222.00	-855.00
130. JOHNSON & JOHNSON	05/26/2011	10/06/2011	8,108.00	8,510.00	-402.00
60. JOHNSON & JOHNSON	05/26/2011	11/07/2011	3,808.00	3,928.00	-120.00
200. JOHNSON CONTROLS INCO	02/28/2012	06/11/2012	5,704.00	6,629.00	-925.00
150. KELLOGG CO	03/08/2011	02/01/2012	7,439.00	8,178.00	-739.00 *
35. KELLOGG CO	04/27/2011	02/01/2012	1,736.00	1,955.00	-219.00
75. KELLOGG CO	04/27/2011	02/01/2012	3,720.00	4,188.00	-468.00 *
190. KIMBERLY CLARK CORP C	10/06/2011	02/01/2012	13,601.00	13,399.00	202.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

~~Private~~**SCHEDULE D-1  
(Form 1041)**Department of the Treasury  
Internal Revenue Service**Continuation Sheet for Schedule D  
(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

**2011**

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 55. KOHLS CORPORATION	05/26/2011	08/09/2011	2,473.00	2,974.00	-501.00
130. KOHLS CORPORATION	05/26/2011	10/06/2011	6,488.00	7,029.00	-541.00
250. KRAFT FOODS INC CL A	10/06/2011	06/11/2012	9,593.00	8,306.00	1,287.00
120. LAM RESEARCH CORP	05/26/2011	07/29/2011	5,029.00	5,460.00	-431.00
105. LAS VEGAS SANDS CORP	02/01/2012	02/28/2012	5,722.00	5,196.00	526.00
55. ESTEE LAUDER COMPANIES	10/06/2011	11/07/2011	6,424.00	4,922.00	1,502.00
20. LORILLARD INC COM	04/27/2011	02/28/2012	2,589.00	2,097.00	492.00
80. MACYS INC COM	10/06/2011	02/28/2012	3,004.00	2,085.00	919.00
30. MCDONALDS CORP	04/27/2011	07/29/2011	2,581.00	2,323.00	258.00
165. MCDONALDS CORP	03/08/2011	07/29/2011	14,196.00	12,531.00	1,665.00
100. MCKESSON HBOC INC	04/27/2011	11/07/2011	8,066.00	8,385.00	-319.00
40. MCKESSON HBOC INC	08/09/2011	11/07/2011	3,226.00	2,965.00	261.00
60. MEAD JOHNSON NUTRITION	10/06/2011	02/01/2012	4,447.00	4,185.00	262.00
175. MEDCO HEALTH SOLUTION	07/29/2011	02/28/2012	11,820.00	10,971.00	849.00
55. METLIFE INC	09/03/2010	08/09/2011	1,860.00	2,276.00	-416.00
375. METROPCS COMMUNICATIO	01/07/2011	10/06/2011	3,148.00	4,876.00	-1,728.00
130. MICROSOFT CORPORATION	07/29/2011	10/06/2011	3,403.00	3,580.00	-177.00
150. MICROSOFT CORPORATION	07/29/2011	11/07/2011	3,928.00	4,130.00	-202.00
430. MYLAN LABS INC	04/27/2011	07/29/2011	9,807.00	10,917.00	-1,110.00
145. NCR CORP W/I	07/29/2011	02/01/2012	2,714.00	2,925.00	-211.00
360. NCR CORP W/I	08/09/2011	02/01/2012	6,739.00	5,895.00	844.00
235. NETAPP INC COM	08/09/2011	02/01/2012	8,929.00	9,638.00	-709.00
550. NEWS CORP CL A	07/29/2011	08/09/2011	7,701.00	8,799.00	-1,098.00
175. NOVELLUS SYS INC	02/01/2012	02/28/2012	8,108.00	8,369.00	-261.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

**SCHEDULE D-1**  
**(Form 1041)**Department of the Treasury  
Internal Revenue Service**Continuation Sheet for Schedule D**  
**(Form 1041)**

▶ See instructions for Schedule D (Form 1041).

▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

OMB No 1545-0092

**2011**

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 110. OCEANEERING INTL INC	01/07/2011	07/29/2011	4,761.00	4,033.00	728.00
100. ORACLE SYS CORP	04/27/2011	08/09/2011	2,705.00	3,516.00	-811.00
365. ORACLE SYS CORP	04/27/2011	11/07/2011	11,621.00	12,835.00	-1,214.00
165. ORACLE SYS CORP	01/07/2011	11/07/2011	5,253.00	5,145.00	108.00
270. PPL CORPORATION	04/27/2011	08/09/2011	6,916.00	7,346.00	-430.00
50. PARKER HANNIFIN CORPOR	11/07/2011	06/11/2012	4,071.00	4,129.00	-58.00
50. PEPSICO INCORPORATED	04/27/2011	07/29/2011	3,190.00	3,388.00	-198.00
30. PEPSICO INCORPORATED	04/27/2011	10/06/2011	1,799.00	2,033.00	-234.00
65. PEPSICO INCORPORATED	03/08/2011	10/06/2011	3,898.00	4,131.00	-233.00
375. PFIZER INC	03/08/2011	07/29/2011	7,162.00	7,403.00	-241.00
80. POTASH CORP SASK INC	05/26/2011	07/29/2011	4,629.00	4,378.00	251.00
160. POTASH CORP SASK INC	02/01/2012	02/28/2012	7,489.00	7,566.00	-77.00
10. PRICELINE COM INC COM	10/06/2011	06/11/2012	6,490.00	4,666.00	1,824.00
60. QUALCOMM INC	04/27/2011	10/06/2011	3,043.00	3,464.00	-421.00
200. RAYTHEON CO COM NEW	05/26/2011	07/29/2011	8,953.00	9,947.00	-994.00
145. ROCHE HLDG LTD SPONSO	05/26/2011	08/09/2011	6,099.00	6,201.00	-102.00
105. ROCHE HLDG LTD SPONSO	05/26/2011	10/06/2011	4,157.00	4,490.00	-333.00
140. ROCKWELL COLLINS COM	07/29/2011	10/06/2011	7,685.00	7,561.00	124.00
145. ROYAL DUTCH SHELL PLC ADR CL A	04/27/2011	10/06/2011	9,136.00	11,124.00	-1,988.00
310. SAFEWAY INC COM NEW	03/08/2011	11/07/2011	5,985.00	6,739.00	-754.00
170. SAFEWAY INC COM NEW	08/09/2011	11/07/2011	3,282.00	3,061.00	221.00
75. ST JUDE MEDICAL INCORP	03/08/2011	11/07/2011	2,883.00	3,712.00	-829.00
90. ST JUDE MEDICAL INCORP	03/08/2011	02/01/2012	3,776.00	4,455.00	-679.00
65. ST JUDE MEDICAL INCORP	08/09/2011	02/01/2012	2,727.00	2,737.00	-10.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011



**SCHEDULE D-1**  
**(Form 1041)****Continuation Sheet for Schedule D**  
**(Form 1041)**

OMB No 1545-0092

**2011**Department of the Treasury  
Internal Revenue Service

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

Name of estate or trust

LUCY D NISBET CHARITABLE FUND

Employer identification number

06-6519058

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>1a</b> 100. SCHLUMBERGER LIMITED	10/06/2011	11/07/2011	7,464.00	6,381.00	1,083.00
45. SEMPRA ENERGY	02/01/2012	06/11/2012	3,006.00	2,580.00	426.00
5. SEMPRA ENERGY	10/06/2011	06/11/2012	334.00	254.00	80.00
1400. SPRINT CORPORATION	04/27/2011	10/06/2011	4,032.00	6,790.00	-2,758.00
40. STANLEY BLACK & DECKER	11/07/2011	02/28/2012	3,023.00	2,624.00	399.00
510. SYMANTEC CORP	07/29/2011	02/01/2012	8,825.00	9,857.00	-1,032.00
355. TD AMERITRADE HLDG CO	04/27/2011	08/09/2011	5,374.00	7,828.00	-2,454.00
40. TERADATA CORP DELAWARE	07/29/2011	08/09/2011	2,109.00	2,164.00	-55.00
5. TERADATA CORP DELAWARE	07/29/2011	11/07/2011	279.00	271.00	8.00
50. TERADATA CORP DELAWARE	02/01/2012	06/11/2012	3,424.00	2,694.00	730.00
165. THERMO ELECTRON CORP	10/06/2011	02/01/2012	8,917.00	8,835.00	82.00
.5 TRIPADVISOR INC COM	05/26/2011	01/23/2012	15.00	14.00	1.00
162. TRIPADVISOR INC COM	05/26/2011	02/01/2012	5,360.00	4,493.00	867.00
30. UNION PAC CORP COM	02/01/2012	02/28/2012	3,348.00	3,472.00	-124.00
5. UNION PAC CORP COM	11/07/2011	02/28/2012	558.00	507.00	51.00
85. UNITED PARCEL SERVICE	04/27/2011	10/06/2011	5,631.00	6,343.00	-712.00
10. UNITED PARCEL SERVICE	11/05/2010	10/06/2011	663.00	700.00	-37.00
35. UNITED TECHNOLOGIES CO	02/28/2012	06/11/2012	2,639.00	2,919.00	-280.00
115. VERIZON COMMUNICATION	02/01/2012	02/28/2012	4,385.00	4,383.00	2.00
10. VERIZON COMMUNICATIONS	11/07/2011	02/28/2012	381.00	369.00	12.00
75. VIACOM INC CL B COM	04/27/2011	11/07/2011	3,122.00	3,647.00	-525.00
35. VISA INC CL A COM	04/27/2011	07/29/2011	3,000.00	2,762.00	238.00
30. VISA INC CL A COM	03/08/2011	07/29/2011	2,571.00	2,228.00	343.00
55. VISA INC CL A COM	03/08/2011	02/01/2012	5,571.00	4,085.00	1,486.00

**1b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D-1 (Form 1041) 2011

OMB No 1545-0092

▶ See instructions for Schedule D (Form 1041).  
▶ Attach to Schedule D to list additional transactions for lines 1a and 6a.

2011

Employer identification number

06-6519058

<b>1b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 1b . . . . .	-21,547.00
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Schedule D-1 (Form 1041) 2011

\* INDICATES WASH SALE

44

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

LUCY D NISBET CHARITABLE FUND

06-6519058

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 60. APACHE CORPORATION	05/12/2009	07/29/2011	7,334.00	4,812.00	2,522.00
5. APPLE COMPUTER INCORPORATED	05/21/2010	06/11/2012	2,923.00	1,206.00	1,717.00
95. AUTODESK INC (DEL)	04/16/2010	10/06/2011	2,606.00	3,005.00	-399.00
85. AUTODESK INC (DEL)	06/04/2010	10/06/2011	2,332.00	2,490.00	-158.00
65. CELANESE CORP DEL SER	05/18/2009	07/29/2011	3,489.00	1,286.00	2,203.00
40. CELGENE CORP	04/16/2010	07/29/2011	2,384.00	2,428.00	-44.00
55. CELGENE CORP	07/08/2010	07/29/2011	3,279.00	2,729.00	550.00
110. CHEVRONTExaco Corp Co	07/31/2008	06/11/2012	11,125.00	9,406.00	1,719.00
135. CISCO SYSTEMS INCORPORATED	06/09/2010	07/29/2011	2,144.00	3,208.00	-1,064.00
110. CISCO SYSTEMS INCORPORATED	07/26/2010	07/29/2011	1,747.00	2,515.00	-768.00
92.5 CITIGROUP INC NEW COM	08/03/2010	10/06/2011	2,382.00	3,853.00	-1,471.00
147.5 CITIGROUP INC NEW CO	06/14/2010	10/06/2011	3,798.00	5,805.00	-2,007.00
2664.702 COLUMBIA INCOME O FUND CL Z	07/13/2010	11/11/2011	25,235.00	25,000.00	235.00
1210.522 COLUMBIA MULTI-AD EQUITY FUND CLASS Z SHARES	12/27/2006	11/11/2011	13,255.00	21,051.00	-7,796.00
6315.007 COLUMBIA MULTI-AD EQUITY FUND CLASS Z SHARES	04/06/2005	11/11/2011	69,149.00	85,000.00	-15,851.00
12308.149 COLUMBIA MULTI-A EQUITY FUND CLASS Z SHARES	08/21/2003	11/11/2011	134,774.00	145,453.00	-10,679.00
1224.59 COLUMBIA VALUE AND NG FUND CLASS Z SHARES	07/13/2010	11/11/2011	57,029.00	50,000.00	7,029.00
195. COMCAST CORP NEW CL A	11/05/2010	02/01/2012	5,211.00	4,108.00	1,103.00
45. CONTINENTAL RES INC OK	03/08/2011	06/11/2012	3,194.00	3,050.00	144.00
10. DARDEN RESTAURANTS INC	05/26/2011	06/11/2012	500.00	505.00	-5.00
130. DARDEN RESTAURANTS IN	04/27/2011	06/11/2012	6,506.00	6,247.00	259.00
100. DISCOVER FINL SVCS CO	02/03/2010	07/29/2011	2,540.00	1,333.00	1,207.00
245. DISCOVER FINL SVCS CO	07/20/2009	07/29/2011	6,224.00	2,760.00	3,464.00
160. FREEPORT-MCMORAN COPP INC COM	04/16/2010	07/29/2011	8,501.00	6,533.00	1,968.00
140. GILEAD SCIENCES INC	07/08/2010	10/06/2011	5,479.00	4,871.00	608.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Schedule D-1 (Form 1041) 2011



Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

LUCY D NISBET CHARITABLE FUND

06-6519058

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

(a) Description of property (Example 100 sh 7% preferred of "Z" Co)	(b) Date acquired (mo, day, yr)	(c) Date sold (mo, day, yr)	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
6a 20. GOLDMAN SACHS GROUP IN	08/03/2010	10/06/2011	1,921.00	3,070.00	-1,149.00
20. GOLDMAN SACHS GROUP IN	08/03/2010	06/11/2012	1,875.00	3,070.00	-1,195.00
10. GOLDMAN SACHS GROUP IN	05/12/2009	06/11/2012	938.00	1,363.00	-425.00
5. GOOGLE INC CL A	02/21/2007	10/06/2011	2,550.00	2,627.00	-77.00
55. HARTFORD FINANCIAL SVC	01/07/2011	06/11/2012	932.00	1,523.00	-591.00
95. HARTFORD FINANCIAL SVC	04/06/2011	06/11/2012	1,609.00	2,525.00	-916.00
80. HARTFORD FINANCIAL SVC	05/26/2011	06/11/2012	1,355.00	2,096.00	-741.00
125. HUNT J B TRANSPORT SE COM	01/07/2011	02/01/2012	6,419.00	5,242.00	1,177.00
85. INTERNATIONAL BUSINESS	11/06/2008	07/29/2011	15,323.00	7,465.00	7,858.00
80. INTUIT INC	12/01/2010	06/11/2012	4,482.00	3,740.00	742.00
75. KELLOGG CO	05/24/2011	06/11/2012	3,645.00	4,394.00	-749.00
150. KELLOGG CO	04/04/2011	06/11/2012	7,290.00	8,589.00	-1,299.00
80. METLIFE INC	03/19/2010	08/09/2011	2,705.00	3,350.00	-645.00
95. METLIFE INC	07/08/2010	08/09/2011	3,212.00	3,694.00	-482.00
160. MICROSOFT CORPORATION	09/18/2002	11/07/2011	4,190.00	3,781.00	409.00
185. MICROSOFT CORPORATION	08/06/2009	11/07/2011	4,845.00	4,365.00	480.00
115. NII HLDGS INC COM	02/04/2010	08/09/2011	4,313.00	3,804.00	509.00
20. OCCIDENTAL PETROLEUM C	06/15/2009	11/07/2011	1,952.00	1,359.00	593.00
30. OCCIDENTAL PETROLEUM C	05/18/2009	11/07/2011	2,927.00	1,858.00	1,069.00
105. OCCIDENTAL PETROLEUM	05/18/2009	06/11/2012	8,884.00	6,504.00	2,380.00
50. PNC BK CORP	11/05/2010	11/07/2011	2,642.00	2,906.00	-264.00
20. PEPSICO INCORPORATED	09/05/2010	10/06/2011	1,199.00	1,331.00	-132.00
15. PEPSICO INCORPORATED	08/03/2010	10/06/2011	900.00	988.00	-88.00
25. PEPSICO INCORPORATED	07/08/2010	10/06/2011	1,499.00	1,640.00	-141.00
60. PEPSICO INCORPORATED	08/06/2009	10/06/2011	3,598.00	3,478.00	120.00

**6b Total.** Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .

Schedule D-1 (Form 1041) 2011

Name of estate or trust as shown on Form 1041 Do not enter name and employer identification number if shown on the other side

Employer identification number

LUCY D NISBET CHARITABLE FUND

06-6519058

## Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

(a) Description of property (Example 100 sh 7% preferred of "Z" Co )	(b) Date acquired (mo , day, yr )	(c) Date sold (mo , day, yr )	(d) Sales price	(e) Cost or other basis (see instructions)	(f) Gain or (loss) Subtract (e) from (d)
<b>6a</b> 100. PEPSICO INCORPORATED	08/06/2009	11/07/2011	6,162.00	5,796.00	366.00
65. RIO TINTO PLC SPONSORE	02/03/2010	07/29/2011	4,577.00	3,345.00	1,232.00
55. TERADATA CORP DELAWARE	02/03/2010	11/07/2011	3,069.00	1,588.00	1,481.00
60. UNITED PARCEL SERVICE	09/24/2010	10/06/2011	3,975.00	4,038.00	-63.00
70. UNITED PARCEL SERVICE	12/01/2009	10/06/2011	4,638.00	4,053.00	585.00
35. UNITED TECHNOLOGIES CO	02/01/2002	02/01/2012	2,764.00	1,209.00	1,555.00
40. VIACOM INC CL B COM	09/21/2009	11/07/2011	1,665.00	1,114.00	551.00
140. VIACOM INC CL B COM	09/21/2009	02/01/2012	6,613.00	3,900.00	2,713.00
<b>6b Total.</b> Combine the amounts in column (f). Enter here and on Schedule D, line 6b . . . . .					<b>-651.00</b>

Schedule D-1 (Form 1041) 2011

## EXPENDITURE REPORT

**Copley Health Systems**  
**528 Washington Highway**  
**Morrisville, VT 05661**

NAME OF TRUST: The Lucy D. Nisbet Charitable Fund

ACCOUNT #:

To Bank of America, N.A., in its capacity as Trustee:

The following constitutes the expenditure report for the Copley Health Systems for the period 06/30/11 through 07/1/12 for a grant award totaling \$70,000 ("grant funds") received by the Lucy D. Nisbet Charitable Fund. We certify that the grant funds and the income earned on the grant funds (if any) have been used exclusively for the charitable purposes set forth in the grant agreement letter.

Attached is a report showing income earned on the grant funds, if any, and expenditures of the grant funds and income earned on the grant funds during the fiscal year by amount and purpose.

No part of the grant funds or interest earned on the grant funds were used for any of the following purposes:

- (i) carrying on propaganda or attempting to influence legislation,
- (ii) influencing the outcome of any election for public office or carrying on directly or indirectly any voter registration drive,
- (iii) making grants to individuals or organizations that do not comply with sections 4945(d)(3) or (d)(4) of the Internal Revenue Code, or
- (iv) for any non-charitable purpose, that is, any purpose not described in section 170(c)(2)(B) of the Internal Revenue Code.

I further certify that the Copley Health Systems has not diverted any portion of the grant funds (or the income on the grant funds) from the specified purpose of the grant and that this organization has complied with the terms of the grant. I am authorized to sign this report on behalf of the Grantee. I have examined the foregoing statements, including the attached Expenditure Responsibility Report, and they are true, correct and complete, to the best of my knowledge.

By: Leah J. Hollenberger

VP, Development & Community  
Its Relations

Telephone Number: 802-888-8301

Date: May 24, 2012

## EXPENDITURE RESPONSIBILITY REPORT

(Note that the final report must cover expenditures over the life of the grant.)

### FINAL REPORT

Date of report: May 24, 2012

Report Period: 4/27/2011 – 7/1/12

Name and address of organization:

Copley Health Systems, Inc  
528 Washington Highway  
Morrisville, VT 05661

Amounts and dates of grants received during the period from 4/27/2011 through 5/24/2012:

<u>Date</u>	<u>Amount</u>
<u>4/27/2011</u>	<u>\$ 70,000</u>

Describe the uses of grant funds and the progress made towards the goal of the grant(attach additional pages, if needed):

Copley Hospital utilized the generous grant funding to offset a portion of the \$141,660 cost to purchase forty-five (45) Sigma Spectrum IV "Smart" pumps. Our nursing team spent six months researching, trialing and negotiating to recommend the IV "Smart" pump system that is best for Copley and our patients. We needed to replace all IV infusion pumps throughout the hospital as our current pumps have reached the end of their useful life. This included Medical/Surgical, Special Care, Ambulatory Care, Birthing Center, OR, Pre-Operative and PACU (Recovery) and the Emergency Department. *(Please see the attached for additional information.)*

Itemize all income earned on the grant funds: \$ \_\_\_\_\_

Itemize all amounts spent from the grant funds and income earned on the grant funds, including salaries, travel and supplies (attach additional pages, if needed):

<u>Date</u>	<u>Amount</u>	<u>Purpose</u>
1/30/2012	\$2,160	6 triple mount carriers
2/2/2012	\$9,055.40	45 Spectrum Software Licenses plus shipping for hardware.
1/17/2012	\$2,900	1 Spectrum IV Pump and standard battery
1/30/2012	\$127,600	44 Spectrum IV SMART Pumps -and- 44 Spectrum Standard Batteries

Amount of grant funds and income earned on the grant funds unspent as of the end of Grantee's most recent fiscal year: \$ 0

By: Leah J Hollenberger

VP, Development and Community Relations  
Copley Hospital

Date: 5/24/2012

Additional Information on Following Pages



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**Lucy D. Nesbit Charitable Fund Acct:  
EXPENDITURE RESPONSIBILITY REPORT – Final Report**

Date of report: 5/7/2012

Report Period: 4/27/2011 – 7/1/12

Name and address of organization: Copley Health Systems, Inc. (Copley Hospital)  
528 Washington Highway  
Morrisville, VT 05661

**Final Progress Report regarding 2011 Grant; update from 12/22/2011 report.**

**1. How did you fulfill the goals set by your organization in the grant application?**

Copley Hospital utilized the generous grant funding to offset a portion of the \$141,660 cost to purchase forty-five (45) Sigma Spectrum IV “Smart” pumps. Our nursing team spent six months researching, trialing and negotiating to recommend the IV “Smart” pump system that is best for Copley and our patients. We needed to replace all IV infusion pumps throughout the hospital as our current pumps have reached the end of their useful life. This included Medical/Surgical, Special Care, Ambulatory Care, Birthing Center, OR, Pre-Operative and PACU (Recovery) and the Emergency Department.



“Smart” infusion pumps helps prevent medication errors by alerting the nurse to a pump setting that doesn’t match Copley’s drug administration guidelines. The Sigma pump checks the settings programmed by the nurse against the hospital’s guidelines for specific drugs and patients, helping us intercept and correct potentially serious infusion mistakes before they happen. Each “smart” pump is basically a computer with software that contains a drug library and allows data to be logged regarding all infusions and alerts, including time, date, drug, concentration, programmed rate and volume infused, providing valuable continuous quality improvement information. In addition, the pumps have a safety feature designed to prevent unintentional overdoses of medication or fluid, with specific data sets set by the hospital for different patient types and care areas. In preparation for our go-live date, Copley’s pharmacists, hospitalists and nurses collaborated to set up a drug library for the pumps with specific delivery parameters.

On March 14, 2012, we had a dedicated day for nursing to review the drug library we established. This day consisted of multiple sessions throughout the day and grouped care areas with similar drug libraries together. At least two representatives and a unit leader from each care area participated to fully review the set up and troubleshoot any concerns the care teams may have.

On March 28, 2012 all of our old pumps were removed and replaced with the new Sigma Spectrum pumps. Hands-on training was conducted, with 13 one-hour classes across three days, in addition to two two-hour “champion” classes. Nursing “champions” were identified for each care area to receive this extra training so that they can serve as staff resources and teachers into the future. This effort resulted in a successful seamless launch.

**2. What are the lasting benefits of the project?**

The Sigma pumps, combined with the Medication Verification program and Computerized Physician Order Entry process already in use at Copley, helps ensure that we are giving the right drug to the right patient by the right route in the right dose at the right time. These pumps also provide us with the opportunity for a wireless application in the future which will enable full integration into our Electronic Health Record to provide a higher level of patient safety.

**3. What problems did you encounter during the course of this project?**

We did not encounter any problems during the course of this project. Nursing and pharmacy worked together with the vendor to create a realistic project timeline. We had excellent cooperation from our nurses union.

**4. Please provide an itemized income and expense summary for the total project. Please indicate specific sources of all income. If there is a remaining grant balance, please explain here.**

Amount Awarded \$70,000 Date of Award: April 2011

Item/Program/Service/Expenditure Amount

2/2/2012	\$9,055.40	45 Spectrum Software Licenses plus shipping for hardware.
1/17/2012	\$2,900	1 Spectrum IV Pump and standard battery
1/30/2012	\$127,600	44 Spectrum IV SMART Pumps -and- 44 Spectrum Standard Batteries

Remaining Balance: \$0

**5. If this project is on-going, please list the sources for future funding.**

This project has been completed.

**6. What are the specific plans, if any, for continuing the work started by this project?**

These pumps also provide us with the opportunity for a wireless application in the future which will enable full integration into our Electronic Health Record to provide a higher level of patient safety

Prepared by: Leah J. Hollenberger

*Signature*

Title: VP, Development & Community Relations  
Copley Health Systems/Copley Hospital

Date: 5/7/2012

# INVOICE

ORDER P.O. 125047  
 HIP TO: 34145153  
 COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661

BILL TO: 34145153

INVOICE NO/TYPE: 33684944 R635653C  
 INVOICE DATE: 02/02/12  
 ORDER NO/TYPE: 28745787 LP  
 ORDER DATE: 12/01/11

MDG2011 00000102 1 MB 0404 1



COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661

REMIT TO:  
 BAXTER HEALTHCARE CORP  
 PO BOX 33037  
 NEWARK NJ 07188

PAYMENT TERMS:  
 0% NET 30 DAYS

DIRECT CUSTOMER INVOICE INQUIRIES TO:  
 ROBERTA TAMBOURINO 847-948-2572

QUANTITY	U O M	UNITS PER CS OR PKG	CATALOG NO. OR GTIN/ND	SUF	ITEM DESCRIPTION LOT NUMBER	POTENCY	SHIP DATE	UNIT PRICE*	AMOUNT
45	EA	1	SSL5YR	BC	SPECTRUM SOFTWARE LICENSE-		02/02/12	200.0000	9,000.00
1	EA	1	MDHDWFT	BC	MD FREIGHT - HARDWARE SALES		02/02/12	55.0000	55.00
INVOICES PAID BEYOND NET TERMS ARE SUBJECT TO A LATE PAYMENT SERVICE FEE.									
TOTAL									9,055.00

BAXTER HEALTHCARE CORPORATION  
 FEDERAL ID NO. 36-2604143

ORIGINAL INVOICE

INVOICE NUMBER: 33684944  
 PAGE 1

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# INVOICE

P.O. 125047

INVOICE NO/TYPE: 33535485 R635653C  
 INVOICE DATE: 01/17/12  
 ORDER NO/TYPE: 28745787 LP  
 ORDER DATE: 12/01/11

SHIP TO: 34145153  
 COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661

BILL TO: 34145153

MDG2011 00000090 1 MB 0390 1



COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661

REMIT TO:  
 BAXTER HEALTHCARE CORP  
 PO BOX 33037  
 NEWARK NJ 07188

PAYMENT TERMS:  
 0% NET 30 DAYS

DIRECT CUSTOMER INVOICE INQUIRIES TO:  
 ROBERTA TAMBOURINO 847-948-2572

QUANTITY	U O M	UNITS PER CS OR PKG	CATALOG NO. OR GTIN/ND	SUF	ITEM DESCRIPTION LOT NUMBER	POTENCY	SHIP DATE	UNIT PRICE*	AMOUNT
1	EA	1	35700BAX 00085412091570	BA	SPECTRUM PUMP 873101		01/17/12	2825.0000	2,825.00
1	EA	1	35724 00085412091617	BB	SPECTRUM STANDARD BATTERY 11195K0611CN		01/17/12	75.0000	75.00

INVOICES PAID BEYOND NET TERMS ARE SUBJECT TO A LATE PAYMENT SERVICE FEE.

\*\*

BAXTER HEALTHCARE CORPORATION  
 FEDERAL ID NO. 36-2604143

TOTAL 2,900.00

INVOICE NUMBER: 33535485  
 PAGE 1

ORIGINAL INVOICE

1/26/12 km

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Received?

CUSTOMER P.O. 125047

10060005

## INVOICE

INVOICE NO/TYPE: 33646251 R635653C  
 INVOICE DATE: 01/30/12  
 ORDER NO/TYPE: 28745787 LP  
 ORDER DATE: 12/01/11

SHIP TO: 34145153  
 COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661

BILL TO: 34145153

MDG2011 00000071 1 MB 0404 1



COPLEY HOSP INC  
 528 WASHINGTON HWY  
 MORRISVILLE VT 05661



REMIT TO:  
 BAXTER HEALTHCARE CORP  
 PO BOX 33037  
 NEWARK NJ 07188

*Handwritten:* ~~Robert Tambourino~~  
 Finance Dept

*Handwritten:* FEB 7

PAYMENT TERMS:  
 0% NET 30 DAYS

DIRECT CUSTOMER INVOICE INQUIRIES TO:  
 ROBERTA TAMBOURINO 847-948-2572

QUANTITY	U O M	UNITS PER CS OR PKG	CATALOG NO. OR GTIN/NDIC	SUF	ITEM DESCRIPTION LOT NUMBER	POTENCY	SHIP DATE	UNIT PRICE*	AMOUNT
44	EA	1	35700BAX 00085412091570	BC	SPECTRUM PUMP 914955		01/30/12	2825.0000	124,300.00
44	EA	1	35724 00085412091617	BD	SPECTRUM STANDARD BATTERY 11284T0911DN		01/30/12	75.0000	3,300.00

INVOICES PAID BEYOND NET TERMS ARE SUBJECT TO A LATE PAYMENT SERVICE FEE.

BAXTER HEALTHCARE CORPORATION  
 FEDERAL ID NO. 36-2604143

TOTAL 127,600.00

INVOICE NUMBER: 33646251  
 PAGE 1

ORIGINAL INVOICE

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**LUCY D NISBET CHARITABLE FUND**  
**06-6519058**  
**Balance Sheet**  
**06/30/2012**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
Y0486S104	AVAGO TECHNOLOGIES LTD	310.000	10,668.65	11,129.00
M22465104	CHECK POINT SOFTWARE TECH LTD	170.000	9,512.19	8,430.30
H89128104	TYCO INTL LTD	355.000	16,323.52	18,761.75
G2554F113	COVIDIEN PLC	240.000	12,146.42	12,840.00
G1151C101	ACCENTURE PLC	160.000	7,525.61	9,614.40
98956P102	ZIMMER HLDGS INC	125.000	7,448.79	8,045.00
969457100	WILLIAMS COS INC DEL	330.000	9,679.50	9,510.60
949746101	WELLS FARGO & CO	900.000	22,848.85	30,096.00
931142103	WAL-MART STORES INC	335.000	22,842.65	23,356.20
92857W209	VODAFONE GROUP PLC	340.000	9,219.10	9,581.20
92826C839	VISA INC	90.000	6,554.46	11,126.70
92553P201	VIACOM INC	210.000	10,011.20	9,874.20
92532F100	VERTEX PHARMACEUTICALS INC	125.000	4,799.36	6,990.00
92343V104	VERIZON COMMUNICATIONS INC	505.000	17,974.98	22,442.20
913017109	UNITED TECHNOLOGIES CORP	190.000	10,228.09	14,350.70
907818108	UNION PAC CORP	110.000	11,143.28	13,124.10
88076W103	TERADATA CORP	135.000	7,274.99	9,721.35
816851109	SEMPRA ENERGY	205.000	10,407.20	14,120.40
790849103	ST JUDE MED INC	240.000	9,350.93	9,578.40
780259206	ROYAL DUTCH SHELL PLC	185.000	13,019.44	12,474.55
773903109	ROCKWELL AUTOMATION INC	160.000	11,937.62	10,569.60
75886F107	REGENERON PHARMACEUTICALS	25.000	3,221.28	2,855.50
747525103	QUALCOMM INC	325.000	18,729.03	18,096.00
744573106	PUBLIC SVC ENTERPRISE GROUP	260.000	8,527.80	8,450.00
741503403	PRICELINE COM INC	10.000	4,666.30	6,645.20
74144T108	PRICE T ROWE GROUP INC	95.000	4,767.92	5,981.20
723787107	PIONEER NAT RES CO	45.000	4,176.62	3,969.45
722005667	PIMCO COMMODITY REALRETURN	10619.376	85,000.00	68,176.39
718172109	PHILIP MORRIS INTL INC	230.000	10,096.73	20,069.80
717081103	PFIZER INC	795.000	15,709.52	18,285.00
713448108	PEPSICO INC	260.000	17,130.10	18,371.60
701094104	PARKER HANNIFIN CORP	85.000	6,998.16	6,534.80
696429307	PALL CORP	95.000	5,033.87	5,206.95
693506107	PPG INDS INC	115.000	9,714.51	12,203.80

## LUCY D NISBET CHARITABLE FUND

06-6519058

## Balance Sheet

06/30/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
693475105	PNC FINL SVCS GROUP INC	170.000	9,405.71	10,388.70
637071101	NATIONAL OILWELL VARCO INC	160.000	10,792.91	10,310.40
62886E108	NCR CORP NEW	325.000	6,724.84	7,387.25
594918104	MICROSOFT CORP	880.000	25,836.80	26,919.20
58933Y105	MERCK & CO INC	570.000	20,376.25	23,797.50
58155Q103	MCKESSON CORP	80.000	7,069.01	7,500.00
55616P104	MACYS INC	365.000	8,669.70	12,537.75
544147101	LORILLARD INC	85.000	8,910.98	11,215.75
532716107	LIMITED BRANDS INC	170.000	4,362.46	7,230.10
53071M104	LIBERTY INTERACTIVE CORP	690.000	10,551.83	12,264.75
52106N889	LAZARD EMERGING MKTS EQUITY	4585.632	84,146.34	83,412.65
48242W106	KBR INC	150.000	5,529.75	3,706.50
478160104	JOHNSON & JOHNSON	370.000	24,244.48	24,997.20
46625H100	J P MORGAN CHASE & CO	530.000	22,523.02	18,936.90
45865V100	INTERCONTINENTAL EXCHANGE INC	50.000	6,025.13	6,799.00
427866108	HERSHEY CO	85.000	4,806.32	6,122.55
411511306	HARBOR INTERNATIONAL FUND	1537.485	85,514.94	85,653.29
406216101	HALLIBURTON CO	300.000	12,448.99	8,517.00
38259P508	GOOGLE INC	35.000	17,372.43	20,302.45
38141G104	GOLDMAN SACHS GROUP INC	55.000	7,496.22	5,272.30
369604103	GENERAL ELEC CO	1020.000	19,742.40	21,256.80
364760108	GAP INC DEL	310.000	8,066.63	8,481.60
354613101	FRANKLIN RES INC	75.000	8,169.55	8,324.25
316773100	FIFTH THIRD BANCORP	720.000	8,992.83	9,648.00
303726103	FAIRCHILD SEMICONDUCTOR INTL	475.000	6,376.35	6,697.50
278642103	EBAY INC	360.000	11,131.37	15,123.60
268648102	EMC CORP	725.000	12,419.01	18,581.75
26138E109	DR PEPPER SNAPPLE INC	160.000	5,901.50	7,000.00
260543103	DOW CHEM CO	285.000	9,822.44	8,977.50
25470M109	DISH NETWORK CORP	265.000	6,632.25	7,565.75
22160K105	COSTCO WHSL CORP NEW	155.000	13,426.71	14,725.00
212015101	CONTINENTAL RES INC	55.000	3,226.29	3,664.10
20030N101	COMCAST CORP	415.000	7,265.06	13,267.55
19765Y886	COLUMBIA BOND FUND	13326.226	125,000.00	127,265.46

## LUCY D NISBET CHARITABLE FUND

06-6519058

## Balance Sheet

06/30/2012

Bank of America



Cusip	Asset	Units	Basis	Market Value
19765Y688	COLUMBIA SELECT LARGE CAP	8975.023	95,251.43	114,521.29
19765P810	COLUMBIA SMALL CAP CORE FUND	13332.844	175,532.42	206,392.43
19765P547	COLUMBIA REAL ESTATE EQUITY	5594.885	68,875.06	80,957.99
19765P232	COLUMBIA MID CAP GROWTH FUND	6074.722	97,541.36	160,737.14
19765N245	COLUMBIA DIVIDEND INCOME FUND	10612.427	142,524.89	153,667.94
19765J830	COLUMBIA MID CAP VALUE FUND	11262.176	120,000.00	152,602.48
197199813	COLUMBIA ACORN INTERNATIONAL	2389.353	85,514.94	88,645.00
172967424	CITIGROUP INC	433.000	15,265.44	11,868.53
166764100	CHEVRON CORP	165.000	12,159.51	17,407.50
150870103	CELANESE CORP DEL	135.000	4,302.46	4,673.70
14149Y108	CARDINAL HEALTH INC	180.000	7,524.88	7,560.00
14040H105	CAPITAL ONE FINL CORP	235.000	12,328.64	12,845.10
1261291M7	INTERM GOVT/CREDIT BOND CTF	49213.025	626,090.35	630,915.90
125509109	CIGNA CORP	215.000	8,043.95	9,460.00
09062X103	BIOGEN IDEC INC	95.000	11,357.35	13,716.10
084670702	BERKSHIRE HATHAWAY INC DEL	300.000	24,308.13	24,999.00
073730103	BEAM INC	90.000	4,950.87	5,624.10
037833100	APPLE INC	85.000	9,567.57	49,640.00
037411105	APACHE CORP	85.000	7,212.90	7,470.65
032511107	ANADARKO PETE CORP	220.000	16,597.01	14,564.00
018490102	ALLERGAN INC	75.000	4,470.00	6,942.75
	Cash/Cash Equivalent	106891.080	106,891.08	106,891.08
		Totals:	2,719,979.41	3,016,535.12