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#### DLN: 93491196003093

OMB No 1545-0052

Internal Revenue Service

or Section 4947(a)(1) Nonexempt Charitable Trust Department of the Treasury

Treated as a Private Foundation **Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

**Return of Private Foundation** 

Open to Public

| For                | cale     | endar year 2012, or tax ye  | ear beginning 01-0                         | 01-2012 , and                            | l end | ling 12-31-             | 2012  |   |
|--------------------|----------|---|--|--|-------|-------------------------|---|---|
|                    |          | undation<br>BANK FOUNDATION INC   |  |  |       | A Employer id           | entification numbe                            | er  |
| ш                  | DERII E  | SAIN TOUNDATION INC   |  |  |       | 06-1479957              |   |   |
| Num                | ber and  | d street (or P O box number if mail is not  | t delivered to street address              | s) Room/suite                            |       | <b>B</b> Telephone nu   | mber (see ınstructioi                         | ns)   |
| PO                 | BOX 12   | 212 55 HIGH STREET  |  |  |       | (860) 275-8239          | )   |   |
| City               | or towr  | n, state, and ZIP code  |  |  |       | <b>C</b> If exemption   | application is pendin                         | g, check here 🕨 🦵                               |
|                    |          | VN, CT 06457  |  |  |       | ·                       |   |   |
|                    | heck a   | all that apply   \( \bar{\sum_{\text{Initial return}}} \)   | Initial return of                          | f a former public chai                   | ıtv   | <b>D.1</b> Foreign of   | ganizations, check h                          | ere 🕨 🗀   |
| •                  |          | Final return  | A mended retur                             | ·  | ,     |                         | rganizations meeting                          |   |
|                    |          | Address chang   |  |  |       |                         | e and attach comput                           |   |
|                    |          | ype of organization 🔽 Section 5   |  |  |       |                         |   |   |
|                    |          | n 4947(a)(1) nonexempt charitabl  |  |  |       | <b>E</b> If private for | undation status was t                         | erminated                                       |
|                    |          | ket value of all assets at end from Part II, col. (c),  | Accounting method Other (specify)          | I Cash I Acci                            | ual   |                         | n 507(b)(1)(A), chec                          |   |
|                    |          |   | (Part I, column (d) must                   | _<br>: be on cash basıs.)                |       |                         | ation is in a 60-mont<br>n 507(b)(1)(B), chec |   |
| Pa                 | rt I     | Analysis of Revenue an total of amounts in columns (b), (c), necessarily equal the amounts in columns | and (d) may not                            | (a) Revenue and<br>expenses per<br>books | (b) I | Net investment income   | (c) Adjusted net income                       | (d) Disbursements<br>for charitable<br>purposes |
|                    |          | instructions) )   |  |  |       |                         |   | (cash basis only)                               |
|                    | 1        | Contributions, gifts, grants, etc , receive   |  |  |       |                         |   |   |
| Reveilue           | 2        | Check F r if the foundation is <b>not</b> re Interest on savings and tempora                          | •  |  |       |                         |   |   |
|                    | 4        | Dividends and interest from seci  | · '  | 237,964                                  |       | 237,964                 |   |   |
|                    | 5a       | Gross rents   |  | 20.750.                                  |       | 201,501                 |   |   |
|                    | Ь        | Net rental income or (loss)   |  |  |       |                         |   |   |
|                    | 6a       | Net gain or (loss) from sale of as  | ssets not on line 10                       | 650,379                                  |       |                         |   |   |
|                    | ь        | Gross sales price for all assets on line 6  |  |  |       |                         |   |   |
|                    | 7        | Capital gain net income (from Pa  |  |  |       | 650,379                 |   |   |
| ž                  | 8        | Net short-term capital gain .   |  |  |       |                         |   |   |
|                    | 9        | Income modifications  |  |  |       |                         |   |   |
|                    | 10a      | Gross sales less returns and allowances   |  |  |       |                         |   |   |
|                    | ь        | Less Cost of goods sold   |  |  |       |                         |   |   |
|                    | C        | Gross profit or (loss) (attach sch  | · ·  |  |       |                         |   |   |
|                    | 11       | Other income (attach schedule)  |  |  |       |                         |   |   |
|                    | 12       |   |  | 888,343                                  |       | 888,343                 | 0   | 454.455   |
|                    | 13       | Compensation of officers, director  |  | 164,093<br>91,425                        |       | 12,638                  | 0   | 151,455<br>91,425                               |
| es.                | 14<br>15 | Other employee salaries and war<br>Pension plans, employee benefit                                    |  | 91,423                                   |       |                         | 0   | 91,423  |
| ŠU                 | 16a      | Legal fees (attach schedule).   |  |  |       |                         |   |   |
| Expenses           | ь        | Accounting fees (attach schedul   |  | 95 10,777                                |       | 5,389                   | 0   | 5,389   |
|                    |          | Other professional fees (attach s   |  |  |       | 65,901                  | 0   | 0   |
| and Administrative | 17       | Interest  | ·  | · ·                                      |       | •                       |   |   |
| stra               | 18       | Taxes (attach schedule) (see instruction  |  | 8,044                                    |       | 0                       | 0   | 0   |
|                    | 19       | Depreciation (attach schedule) a  | · ·  |  |       |                         |   |   |
| 늘                  | 20       | Occupancy   |  |  |       |                         |   |   |
| <u> </u>           | 21       | Travel, conferences, and meeting  | gs   |  |       |                         |   |   |
|                    | 22       | Printing and publications   |  |  |       |                         |   |   |
| Operating          | 23       | Other expenses (attach schedul  | e)   | 78,033                                   |       | 0                       | 0   | 78,033  |
| y at               | 24       | Total operating and administrati  | ive expenses.                              |  |       |                         |   |   |
| 8                  |          | Add lines 13 through 23   |  | 418,273                                  |       | 83,928                  | 0   | 326,302   |
| _                  | 25       | Contributions, gifts, grants paid   |  | 625,891                                  |       |                         |   | 516,291   |
|                    | 26       | Total expenses and disbursements.   | . Add lines 24 and 25                      | 1,044,164                                |       | 83,928                  | 0   | 842,593   |
|                    | 27       | Subtract line 26 from line 12   |  |  |       |                         |   |   |
|                    | a        | Excess of revenue over expenses   |  | -155,821                                 |       | 804,415                 |   |   |
|                    | b        | Net investment income (if negative Adjusted net income (if negative                                   |  |  |       | 004,415                 | 0   |   |
|                    | l c      | majaseea nee meentone (II liegative   | -, - ii (- i - i - i - i - i - i - i - i - |  |       |                         | U   | Ī   |

| Pa               | rt II | Balance Sheets should be for end-of-year amounts only (See instructions ) | (a) Book Value         | <b>(b)</b> Boo |          | (c) Fair Market Value |
|------------------|-------|---|------------------------|----------------|----------|-----------------------|
|                  | 1     | Cash—non-interest-bearing   |                        |                |          |                       |
|                  | 2     | Savings and temporary cash investments                                    | 70,648                 |                | 71,82    | 71,821                |
|                  | 3     | Accounts receivable -   |                        |                |          |                       |
|                  |       | Less allowance for doubtful accounts 🟲                                    |                        |                |          |                       |
|                  | 4     | Pledges receivable 🟲  |                        |                |          |                       |
|                  |       | Less allowance for doubtful accounts 🟲                                    |                        |                |          |                       |
|                  | 5     | Grants receivable   |                        |                |          |                       |
|                  | 6     | Receivables due from officers, directors, trustees, and other             |                        |                |          |                       |
|                  |       | disqualified persons (attach schedule) (see page 15 of the                |                        |                |          |                       |
|                  |       | ınstructions)   |                        |                |          |                       |
|                  | 7     | Other notes and loans receivable (attach schedule)                        |                        |                |          |                       |
|                  |       | Less allowance for doubtful accounts -                                    |                        |                |          |                       |
| sets             | 8     | Inventories for sale or use   |                        |                |          |                       |
| 4554             | 9     | Prepaid expenses and deferred charges                                     |                        |                |          |                       |
| ጚ                |       | Investments—U S and state government obligations (attach schedule)        |                        |                |          |                       |
|                  |       | Investments—corporate stock (attach schedule)                             |                        |                |          | +                     |
|                  | _     | Investments—corporate bonds (attach schedule)                             |                        |                |          |                       |
|                  |       | Investments—land, buildings, and equipment basis                          |                        |                |          |                       |
|                  |       | Less accumulated depreciation (attach schedule)                           |                        |                |          |                       |
|                  | 12    | Investments—mortgage loans  |                        |                |          | +                     |
|                  |       | Investments—other (attach schedule)                                       |                        | 953            | 8,850,54 | 8,850,544             |
|                  |       | Land, buildings, and equipment basis                                      |                        |                |          |                       |
|                  |       | Less accumulated depreciation (attach schedule)                           |                        |                |          |                       |
|                  | 15    | Other assets (describe)   |                        |                |          |                       |
|                  | 16    | Total assets (to be completed by all filers—see the                       |                        |                |          |                       |
|                  |       | instructions Also, see page 1, item I)                                    | 8,815,570              |                | 8,922,36 | 8,922,365             |
|                  | 17    | Accounts payable and accrued expenses                                     |                        |                |          |                       |
|                  | 18    | Grants payable  | 32,202                 |                | 142,60   | 0                     |
| å                | 19    | Deferred revenue  |                        |                |          |                       |
| Ě                | 20    | Loans from officers, directors, trustees, and other disqualified persons  |                        |                |          |                       |
| Liabi            | 21    | Mortgages and other notes payable (attach schedule)                       |                        |                |          |                       |
| ן⊏               | 22    | Other liabilities (describe 🟲)  | <b>195</b> 0           | <b>193</b>     | 3,16     | <u> 55</u>            |
|                  | 22    | Tatal liabilities (add lines 17 through 22)                               | 32,202                 |                | 145,76   | 55                    |
|                  | 23    | Total liabilities (add lines 17 through 22)                               | 32,202                 |                | 143,70   | <del>'</del>          |
|                  |       | and complete lines 24 through 26 and lines 30 and 31.                     |                        |                |          |                       |
| å                | 24    | Unrestricted  |                        |                |          |                       |
| 일                | 25    | Temporarily restricted  |                        |                |          | -                     |
| or Fund Balances | 26    | Permanently restricted  |                        |                |          | -                     |
|                  |       | Foundations that do not follow SFAS 117, check here ▶ ✓                   |                        |                |          | -                     |
| 듸                |       | and complete lines 27 through 31.   |                        |                |          |                       |
| <u>-</u>         | 27    | Capital stock, trust principal, or current funds                          | 0                      |                |          | 0                     |
|                  | 28    | Paid-in or capital surplus, or land, bldg , and equipment fund            | 0                      |                |          | 0                     |
| Assets           | 29    | Retained earnings, accumulated income, endowment, or other funds          | 8,783,368              |                | 8,776,60 | 00                    |
| ą                | 30    | Total net assets or fund balances (see page 17 of the                     |                        |                |          | 1                     |
| Net              |       | ınstructions)   | 8,783,368              |                | 8,776,60 | 00                    |
| _                | 31    | Total liabilities and net assets/fund balances (see page 17 of            |                        |                |          | 7                     |
|                  |       | the instructions)   | 8,815,570              |                | 8,922,36 | i5                    |
| Pa               | rt II | Analysis of Changes in Net Assets or Fund Balances                        |                        |                |          |                       |
| 1                |       | Total net assets or fund balances at beginning of year—Part II, column    | n (a), line 30 (must a | gree           |          |                       |
|                  |       | with end-of-year figure reported on prior year's return)                  |                        |                | 1        | 8,783,368             |
| 2                |       | Enter amount from Part I, line 27a  |                        |                | 2        | -155,821              |
| 3                |       | Other increases not included in line 2 (itemize)                          |                        |                | 3        | 149,053               |
| 4                |       | Add lines 1, 2, and 3   |                        |                | 4        | 8,776,600             |
| 5                |       | Decreases not included in line 2 (itemize)                                |                        | <del>_</del>   | 5        | 0                     |
| 6                |       | Total net assets or fund balances at end of year (line 4 minus line 5)—   | Part II, column (b), l | ıne 30 🗼 .     | 6        | 8,776,600             |

| 2-story bnck warehouse, or common stock, 200 shis MLC Co   D-Donation   (mo, day, yr.)      | Form 990-PF (2012)      |                       |                                       |                      |                     |                    | Page <b>3</b>                   |
|--|-------------------------|-----------------------|---------------------------------------|----------------------|---------------------|--------------------|---------------------------------|
| (4) List and occerned real kinds of property Solo (a. 9, Asia-stace, 2-10 ship MLC Co.)  2-story brick warehouse, or common stock, 2100 ship MLC Co.)  3 PUBLICITY TRADED SECURITIES - SHORT  4 PUBLICITY TRADED SECURITIES - LONG  5 C C C C C C C C C C C C C C C C C C  | Part IV Capita          | I Gains and Lo        | sses for Tax on Inve                  | stment Incom         |                     | <u>.</u>           | Τ                               |
| PUBLICLY TRADED SECURITIES - SHORT   P   |                         |                       |                                       |                      | P—Purchase          | (c) Date acquire   | d (d) Date sold (mo , day, yr ) |
| C   d   d  | 1a PUBLICLY             | TRADED SECURI         | ITIES - SHORT                         |                      |                     |                    |                                 |
| Capital gain net income or (net capital loss)   (if gain, also enter in Part 1, line 2 of the foundations on the part I, line 8 of the part I, line 9 of   | <b>b</b> PUBLICLY       | TRADED SECURI         | ITIES - LONG                          |                      | Р                   |                    |                                 |
| Capital gain net income or (net capital loss)   (if gain, also enter in Part 1, line 2 of the foundations on the part I, line 8 of the part I, line 9 of   | c                       |                       |                                       |                      |                     |                    |                                 |
| (e) Gross sales price (f) Depreciation allowed (g) Cost or other basis (h) Gain or (loss) (e) plus (f) minus (g) a 3,707,396 (b) 4,057,703 (c) 3,633,294 (c) plus (f) minus (g) cost or other basis (h) Gain or (loss) (g) plus expense of sale (g) plus expense of sale (g) plus (f) minus (g) cost or other basis (g) plus expense of sale (g) plus (f) minus (g) cost or other basis (g) plus (f) minus (g) cost or other basis (g) plus expense of sale (g) plus (f) minus (g) cost or other basis (g) plus (f) minus (g) cost or other basis (g) plus (f) minus (g) cost or other basis (g) plus (f) minus (g) cost or other basis (g) plus (g) minus (g) cost or other basis (g) plus (g) minus (g) cost or other basis (g) plus (g) plus (g) minus (g) cost or other basis (g) plus (g) p |                         |                       |                                       |                      |                     |                    |                                 |
| (e) Gross sales price (f) Deprecation allowed (or allowable) (g) Cost or other basis (e) plus (f) minus (g) a 3,707,396 (2) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (e) plus (f) minus (g) cost or other basis (g) cost ( |                         |                       |                                       |                      |                     |                    |                                 |
| 3,707,396   3,633,294   74,  |                         | s price               | • • •                                 | 107                  |                     |                    |                                 |
| b  |                         | 2 707 206             | (or allowable)                        | pius e               | •                   |                    |                                 |
| C d 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 (i) FMV as of 12/31/69 (I) Adjusted basis (K) Excess of Col. (i) Col. (h), but not less than -0-1 (losses (from col. (h))) as a collection of the column of the colum |                         |                       |                                       |                      |                     |                    |                                 |
| d e Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) FM V as of 12/31/69 (i) Adjusted basis of 12/31/69 (ii) Adjusted basis (k) Excess of col (i) over col (j), if any col (k), but not less than -0-3 (oc) (c) (c) (c) (c) (c) (c) (c) (c) (c) (  |                         | 4,037,703             |                                       |                      | 3,461,42            |                    | 370,277                         |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69 (i) Gains (Col (h) gain minus (ii) FM V as of 12/31/69 (ii) Adjusted basis as of 12/31/69 (iii) Adjusted by adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions before making any entries as of 12/31/69 (iii) Adjusted qualifying distributions and contribution and the formation and  |                         |                       |                                       |                      |                     |                    |                                 |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69  (i) FM V as of 12/31/69  (j) Adjusted basis (k) Excess of col (i) color (k), but not less than 0-3 Losses (from col (h)), from col (h)).  a   |                         |                       |                                       |                      |                     |                    |                                 |
| (i) F M V as of 12/31/69  (ii) Adjusted basis (iiii) Excess of col. (i) (ii) Losses (from col. (h))  a  74.  b  75.  c  d  e  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 If (loss), enter -0- in Part I, line 7 If gain, also enter in Part I, line 7 If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 If section 4940(a) (2) applies, leave this part blank Was the foundation liable for the section 4940 to the distributable amount of any year in the base period? If Yes F in foundation does not qualify under section 4940(e) Do not complete this part  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) Base pend years Calendar year (or tax year beginning in) Adjusted qualifying distributions  (b) Base pend years Calendar year (or tax year beginning in)  (c) (2011  859,009  632,819  8,151,760  00776: 2008  710,012  9,807,218  00897:  715,473  11,992,579  00596:  Total of line 1, column (d).  2 03755:  A Verage distribution ratio for the 5-year base penod—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  Multiply line 4 by line 3.  5 701,4  6 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.  4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.  5 701,4  6 Enter 1% of net investment income (1% of Part I, line 27b).   |                         |                       |                                       |                      |                     |                    |                                 |
| a   Costes (from col (h))  a   A   Costes (from col (h))  b   A   Costes (from col (h))  c   Costes (from col (h))  d   Costes (from col (h))  c   Costes (from col (h))  d   Costes (from col (h))  c   Costes (from col (h))  d   Costes (from col (h))  c   Costes (from col (h))  d   Costes (from col (h))  c   Costes (from col (h))  d   Costes (f | Complete only fo        | or assets showing     |                                       |                      |                     |                    |                                 |
| a 74; b 576; c 76; d 776; d 77 | (i) FMV as of:          | 12/31/69              | 127                                   |                      |                     |                    |                                 |
| b 576; c d d e   |                         |                       | as 01 12/31/09                        | Over                 | cor (j), ii aiiy    | 203363 (           | 74,102                          |
| C d d e  |                         |                       |                                       |                      |                     | +                  |                                 |
| Capital gain net income or (net capital loss)  If gain, also enter in Part I, line 7  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  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?  If Yes, "the foundation does not qualify under section 4940(e) Do not complete this part  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a)  Base peniod years Calendar year degining in)  Adjusted qualifying distributions  Ret value of noncharitable- use assets  (a)  (b)  Adjusted qualifying distributions  (c)  Ret value of noncharitable- use assets  (ca)  (ca)  (b)  (d)  Distribution ratio (ca)  (ca)  (b)  (d)  Distribution ratio (ca)  (ca |                         |                       |                                       |                      |                     |                    | 5/6,2//                         |
| 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 If (loss), enter -0 - in Part I, line 7 If gain, also enter in Part I, line 8  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  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 V  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) Base pend years Calendar year deginning in)  Adjusted qualifying distributions  (b) Adjusted qualifying distributions  Net value of nonchantable-use assets  (c) Distribution ratio (col (b) divided by col (c))  2011  859,009  9,572,869  08897. 2010  722,284  9,439,675  00765. 2008  710,012  9,807,218  00723. 2007  715,473  11,992,579  00596  2 Total of line 1, column (d)   |                         |                       |                                       |                      |                     |                    |                                 |
| 2 Capital gain net income or (net capital loss)  3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)  If gain, also enter in Part I, line 7  If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-  In Part I, line 8   | d                       |                       |                                       |                      |                     |                    |                                 |
| 2 Capital gain net income or (net capital loss)  | e                       |                       |                                       |                      |                     |                    |                                 |
| 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  | 2 Capital gai           | n net income or (n    | et capital loss)                      |                      |                     |                    | 650,379                         |
| 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?  If Yes V N  If Y | 3 Net short-t           | erm capital gain o    | r (loss) as defined in sectio         | ns 1222(5) and (     | 5)                  |                    |                                 |
| 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  (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 V N  If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) (b) (c) (d) Distribution ratio (col (b) divided by col (c))  2011 859,009 9,572,869 0,0897 2010 722,284 9,439,675 0,0765 2009 632,819 8,151,760 0,0776 2008 710,012 9,807,218 0,0723 2007 715,473 11,992,579 0,0596  2 Total of line 1, column (d)   | If gain, also           | o enter in Part I, li | ne 8, column (c) (see ınstru          | ictions) If(loss),   | enter -0 -          |                    |                                 |
| (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 Note:  1Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) Base penod years Calendar year (or tax year beginning in)  Adjusted qualifying distributions  (b) Adjusted qualifying distributions  (c) Net value of nonchantable-use assets  (co) (b) divided by coi (c) (coi (b) divided by coi (c))  2011  859,009  9,572,869  00897: 2010  722,284  9,439,675  00776: 2009  632,819  8,151,760  00776: 2008  710,012  9,807,218  00723: 2007  715,473  11,992,579  005966  2 Total of line 1, column (d)   | ın Part I, lır          | ne 8                  |                                       |                      | · • • j             | `  <sub>3</sub>    |                                 |
| (a) Base penod years Calendar year (b) Adjusted qualifying distributions year (or tax year beginning in)  2011 859,009 9,572,869 000765  2010 722,284 9,439,675 000765  2009 632,819 8,151,760 007765  2008 710,012 9,807,218 00723  2007 715,473 11,992,579 00596  2 Total of line 1, column (d)  | Part V Oualifi          | ication Under         | Section 4940(e) for R                 | Reduced Tax o        | n Net Investme      | ent 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?  If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) Base penod years Calendar year (or tax year beginning in)  2011  859,009  9,572,869  00897: 2010  722,284  9,439,675  00765: 2009  632,819  8,151,760  00776: 2008  710,012  9,807,218  00723: 2007  715,473  11,992,579  00596  2 Total of line 1, column (d).  2 00375: 3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years  A lenter the net value of noncharitable-use assets for 2012 from Part X, line 5.  Multiply line 4 by line 3.  5 701,46  Enter 1% of net investment income (1% of Part I, line 27b).   |                         |                       |                                       |                      |                     |                    |                                 |
| Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?  If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part  1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries  (a) Base period years Calendar year (or tax year beginning in)  2011  859,009  9,572,869  00897.  2010  722,284  9,439,675  00765.  2009  632,819  8,151,760  00776.  2008  710,012  9,807,218  00796.  The foundation liable for the section 4940(e) Do not complete this part  (c)  (c)  Net value of noncharitable-use assets (col (b) divided by col (c))  00765.  00765.  00765.  00765.  00765.  00765.  00765.  00765.  00765.  00765.  00765.  007766 | (1 of optional asc by t | domestic private it   | Junuarions Subject to the St          |                      | x on net myestment  | income j           |                                 |
| The Year, with the foundation does not qualify under section 4940(e)   Do not complete this part   | If section 4940 (d)(2   | ) applies, leave th   | ıs part blank                         |                      |                     |                    |                                 |
| 1 Enter the appropriate amount in each column for each year, see page 18 of the instructions before making any entries   (a)   (b)   (c)   (c)     Base period years Calendar year (or tax year beginning in)   Adjusted qualifying distributions   Net value of nonchantable-use assets   (c)   (b) divided by col (c)     2011   |                         |                       |                                       |                      |                     | eriod?             | ┌ Yes ┌ No                      |
| (a) Base period years Calendar year (or tax year beginning in)  2011  859,009  9,572,869  2010  722,284  9,439,675  2009  632,819  2010  2010  2011  2008  710,012  2007  715,473  11,992,579  715,473  11,992,579  715,473  12,007  715,473  12,007  715,473  716,007  717  718  719  719  719  719  719  71  |                         |                       |                                       |                      |                     | making any entries | <u> </u>                        |
| Distribution ratio   Part      |                         | I                     |                                       | I                    | Instructions before |                    |                                 |
| 2011   859,009   9,572,869   0 0897;   2010   722,284   9,439,675   0 0765;   2009   632,819   8,151,760   0 0776;   2008   710,012   9,807,218   0 0723;   2007   715,473   11,992,579   0 0596;   2 Total of line 1, column (d)  | Base period years Ca    | lendar Adau           |                                       | Not value of pench   | c)                  | Distribut          | ion ratio                       |
| 2010 722,284 9,439,675 0 0765 2009 632,819 8,151,760 0 07765 2008 710,012 9,807,218 0 0723 2007 715,473 11,992,579 0 05960  2 Total of line 1, column (d)  |                         | nning in)             | . , , ,                               | Net value of florici |                     | (col (b) divide    |                                 |
| 2009 632,819 8,151,760 00776. 2008 710,012 9,807,218 00723. 2007 715,473 11,992,579 00596.  2 Total of line 1, column (d)  |                         |                       | · · · · · · · · · · · · · · · · · · · |                      |                     |                    | 0 089734                        |
| 2008       710,012       9,807,218       0 0723         2007       715,473       11,992,579       0 0596         2 Total of line 1, column (d).       2 0 3759         3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years       3 0 075         4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.       4 9,328,5         5 Multiply line 4 by line 3.       5 701,4         6 Enter 1% of net investment income (1% of Part I, line 27b).       6 8,6   |                         |                       |                                       |                      |                     |                    |                                 |
| Total of line 1, column (d)  |                         |                       |                                       |                      |                     |                    |                                 |
| Total of line 1, column (d)  |                         |                       | · ·                                   |                      |                     |                    |                                 |
| A verage 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  | 2007                    |                       | /15,4/3                               |                      | 11,992,579          |                    | 0 059660                        |
| A verage 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  |                         |                       |                                       |                      |                     |                    |                                 |
| the number of years the foundation has been in existence if less than 5 years 3 0 0 75 2 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 9,328,5 5 Multiply line 4 by line 3  | 2 Total of line         | e 1, column (d).      |                                       |                      |                     | 2                  | 0 375937                        |
| 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 4 9,328,9  5 Multiply line 4 by line 3  |                         |                       |                                       |                      |                     | _                  |                                 |
| 5 Multiply line 4 by line 3  | the number              | of years the found    | dation has been in existence          | e ıf less than 5 ye  | ars                 | 3                  | 0 075187                        |
| 5 Multiply line 4 by line 3  |                         |                       |                                       |                      | _                   | _                  |                                 |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)   | 4 Enterthen             | et value of noncha    | ritable-use assets for 2017           | 2 from Part X, line  | 5                   | 4                  | 9,328,959                       |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)   | F Multiply lip          | o 4 by line 2         |                                       |                      |                     |                    |                                 |
|  | 5 Multiply IIII         | e 4 by lille 3        |                                       |                      |                     | 5                  | 701,416                         |
|  |                         |                       |                                       |                      |                     |                    |                                 |
| <b>7</b> Add lines 5 and 6   | <b>6</b> Enter 1 % o    | of net investment i   | ncome (1% of Part I, line 2           | 7b)                  |                     | 6                  | 8,044                           |
| <b>7</b> Add lines 5 and 6   |                         |                       |                                       |                      |                     |                    |                                 |
|  | <b>7</b> Add lines 5    | and 6                 |                                       |                      |                     | 7                  | 709,460                         |
| 8 Enter qualifying distributions from Part XII, line 4   | 8 Enter quali           | fying distributions   | from Part XII, line 4                 |                      |                     | 8                  | 842,593                         |
| 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   |                         |                       | than line 7, check the box            | ın Part VI, lıne 1b  | , and complete that | part using a 1% to | ax rate See                     |

|        | 990-PF (2012)   |        |     | age <b>4</b> |
|--------|---|--------|-----|--------------|
|        | Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instance | ructio | ns) |              |
| 1a     | Exempt operating foundations described in section 4940(d)(2), check here  and enter "N/A" on line 1   |        |     |              |
|        | Date of ruling or determination letter (attach copy of letter if necessary-see instructions)  |        |     |              |
| ь      | Domestic foundations that meet the section 4940(e) requirements in Part V, check  |        |     | 8,044        |
|        | here 🕨 🔽 and enter 1% of Part I, line 27b   |        |     |              |
| С      | All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)   |        |     |              |
| 2      | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  |        |     | 0            |
| 3      | Add lines 1 and 2   |        |     | 8,044        |
| 4      | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)  |        |     | 0            |
| 5      | Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0   |        |     | 8,044        |
| 6      | C redits/P ayments  |        |     |              |
| а      | 2012 estimated tax payments and 2011 overpayment credited to 2012   6a   4,880  |        |     |              |
| b      | Exempt foreign organizations—tax withheld at source 6b  |        |     |              |
| С      | Tax paid with application for extension of time to file (Form 8868)  6c 3,600   |        |     |              |
| d      | Backup withholding erroneously withheld 6d  |        |     |              |
| 7      | Total credits and payments Add lines 6a through 6d  |        |     | 8,480        |
| 8      | Enter any <b>penalty</b> for underpayment of estimated tax. Check here 🔽 if Form 2220 is attached. 8  |        |     | 1            |
| 9      | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed 9   |        |     |              |
| 10     | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid • 10  |        |     | 435          |
| 11     | Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> • 435 <b>Refunded</b> • 11  |        |     | 0            |
| Par    | t VII-A Statements Regarding Activities   |        |     |              |
| 1a     | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did   |        | Yes | No           |
|        | ıt participate or intervene in any political campaign?  | . 1a   |     | No           |
| b      | Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of   |        |     |              |
|        | the instructions for definition)?   | . 1b   |     | No           |
|        | If the answer is "Yes" to <b>1a</b> or <b>1b,</b> attach a detailed description of the activities and copies of any materials   |        |     |              |
|        | published or distributed by the foundation in connection with the activities.   |        |     |              |
| С      | Did the foundation file Form 1120-POL for this year?  | 1c     |     | No           |
| d      | Enter the amount (If any) of tax on political expenditures (section 4955) imposed during the year   |        |     |              |
|        | (1) On the foundation $\blacktriangleright$ \$ 0 (2) On foundation managers $\blacktriangleright$ \$ 0  |        |     |              |
| е      | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed   |        |     |              |
| _      | on foundation managers 🕨 \$0  |        |     |              |
| 2      | Has the foundation engaged in any activities that have not previously been reported to the IRS?   | . 2    |     | No           |
|        | If "Yes," attach a detailed description of the activities.  |        |     |              |
| 3      | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles  | _      |     |              |
| _      | of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes   | . 3    |     | No           |
| 4a     | Did the foundation have unrelated business gross income of \$1,000 or more during the year?   | 4a     |     | No           |
| ь<br>- | If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year?   | 4b     |     | <u> </u>     |
| 5      | Was there a liquidation, termination, dissolution, or substantial contraction during the year?  | . 5    |     | No           |
| _      | If "Yes," attach the statement required by General Instruction T.   |        |     |              |
| 6      | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either  • By language in the governing instrument, or   |        |     |              |
|        | By state legislation that effectively amends the governing instrument so that no mandatory directions   |        |     |              |
|        | that conflict with the state law remain in the governing instrument?  | . 6    | Yes |              |
| 7      | Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV  | 7      | Yes |              |
| 8a     | Enter the states to which the foundation reports or with which it is registered (see instructions)  |        |     |              |
|        | <b>▶</b> <u>ст</u>  |        |     |              |
| b      | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney  |        |     |              |
|        | General (or designate) of each state as required by General Instruction G? If "No," attach explanation .  | 8b     | Yes |              |
| 9      | Is the foundation claiming status as a private operating foundation within the meaning of section $4942(j)(3)$  |        |     |              |
|        | or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)?   |        |     |              |
|        | If "Yes," complete Part XIV   | . 9    |     | No           |
| 10     | Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses  | 10     |     | No           |

| Pai | t VII-A Statements Regarding Activities (continued)  |        | <u> </u> | age -    |
|-----|--|--------|----------|----------|
| 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     |          | No       |
| 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   |          | No       |
| 13  | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?  | 13     | Yes      |          |
|     | Website address ►WWW LIBERTY-BANK COM/FOUNDATION   |        |          |          |
| 14  | The books are in care of ►LINA CURTIN  Telephone no ►(860  | 1343_  | 7405     |          |
| 177 |  | ) 343- | 7433     |          |
|     | Located at ▶ 291 COURT STREET MIDDLETOWN CT ZIP+4 ▶ 06457  |        |          |          |
| 15  | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> — Check here and enter the amount of tax-exempt interest received or accrued during the year |        |          | <b>•</b> |
| 16  | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over   |        |          |          |
| 10  | a bank, securities, or other financial account in a foreign country?   | 16     |          | No       |
|     | See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country  | ı      |          |          |
| Pai | rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required   |        |          |          |
|     | File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.  |        | Yes      | No       |
| 1a  | During the year did the foundation (either directly or indirectly)   |        |          |          |
|     | (1) Engage in the sale or exchange, or leasing of property with a disqualified person?   |        |          |          |
|     | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)  |        |          |          |
|     | a disqualified person?   |        |          |          |
|     | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?   |        |          |          |
|     | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?   |        |          |          |
|     | (5) Transfer any income or assets to a disqualified person (or make any of either available  |        |          |          |
|     | for the benefit or use of a disqualified person)? 🔽 Yes 🔽 No   |        |          |          |
|     | (6) A gree to pay money or property to a government official? (Exception. Check "No"   |        |          |          |
|     | ıf the foundatıon agreed to make a grant to or to employ the official for a period   |        |          |          |
|     | after termination of government service, if terminating within 90 days ) $\Gamma$ Yes $\overline{\label{V}}$ No  |        |          |          |
| b   | If any answer is "Yes" to $1a(1)-(6)$ , did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations   |        |          |          |
|     | section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?   | 1b     |          | No       |
|     | Organizations relying on a current notice regarding disaster assistance check here   |        |          |          |
| C   | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts,  |        |          |          |
|     | that were not corrected before the first day of the tax year beginning in 2012?  | 1c     |          | No       |
| 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))  |        |          |          |
| а   | At the end of tax year 2012, did the foundation have any undistributed income (lines 6d  |        |          |          |
|     | and 6e, Part XIII) for tax year(s) beginning before 2012?  |        |          |          |
|     | If "Yes," list the years 🟲 20, 20, 20  |        |          |          |
| 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 <b>all</b> years listed, answer "No" and attach statement—see instructions )  | 2b     |          |          |
| C   | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here   |        |          |          |
|     | <b>▶</b> 20, 20, 20  |        |          |          |
| 3a  | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at   |        |          |          |
|     | any time during the year?  |        |          |          |
| b   | If "Yes," did it have excess business holdings in 2012 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   |        |          |          |
|     | ıf the foundation had excess business holdings in 2012.).  | 3b     |          |          |
| 4a  | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?  | 4a     |          | No       |
| 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 2012?   | 4b     |          | No       |

| 5a         | During the year did the foundation                        | pay or incurany amoun     | it to  |                       | _       | •                                       |                 |        |                    |      |
|------------|---|---------------------------|--------|-----------------------|---------|---|-----------------|--------|--------------------|------|
|            | (1) Carry on propaganda, or otherv                        | vise attempt to influenc  | e leg  | ıslatıon (section 49  | 45(e    | )) <sup>?</sup>                         | No              |        |                    |      |
|            | (2) Influence the outcome of any s                        | pecific public election ( | see (  | section 4955), or to  | carı    | ry                                      |                 |        |                    |      |
|            | on, directly or indirectly, any ve                        |                           | -      |                       |         | ·                                       | - No            |        |                    |      |
|            | (3) Provide a grant to an individua                       | <del>-</del>              |        |                       |         | r Yes r                                 | No              |        |                    |      |
|            | (4) Provide a grant to an organizat                       |                           |        |                       | scrib   |   |                 |        |                    |      |
|            | in section 509(a)(1), (2), or (3                          |                           | •      | · -                   |         |   | - No            |        |                    |      |
|            | (5) Provide for any purpose other t                       |                           |        |                       |         | , |                 |        |                    |      |
|            | educational purposes, or for the                          |                           |        |                       |         |   | - No            |        |                    |      |
| b          | If any answer is "Yes" to 5a(1)-(5                        |                           |        |                       |         |   |                 |        |                    |      |
|            | Regulations section 53 4945 or in                         |                           |        |                       |         |   |                 | 5b     |                    |      |
|            | Organizations relying on a current                        | _                         | _      |                       |         | · _                                     | _ ⊢             |        | -+                 |      |
| _          | If the answer is "Yes" to question 5                      |                           |        |                       |         | ,                                       |                 |        |                    |      |
|            | tax because it maintained expendi                         |                           |        | •                     |         | Γ <b>v</b> es Γ                         | - <sub>No</sub> |        |                    |      |
|            | If "Yes," attach the statement requir                     |                           |        |                       | •       |   | ""              |        |                    |      |
| 6a         | Did the foundation, during the year                       |                           |        |                       | pror    | nume on                                 |                 |        |                    |      |
| oa         | a personal benefit contract?                              |                           |        |                       |         |   | No              |        |                    |      |
| h          | Did the foundation, during the year                       |                           |        |                       |         | , ,                                     |                 | 6b     |                    | No   |
| U          |   | , pay premiums, unecu     | y Oi i | nunectry, on a perso  | Jilai i | benefit contract                        | •               | OD     | -+                 | 140  |
| <b>7</b> _ | If "Yes" to 6b, file Form 8870.                           | a tha faundation a naut   |        |                       |         | ransaction? <b>TYes F</b>               | - Na            |        |                    |      |
|            | At any time during the tax year, wa                       |                           |        |                       |         |   |                 | 76     |                    |      |
|            | If yes, did the foundation receive a                      |                           |        |                       |         |   |                 | 7b     |                    |      |
| Pa         | Information About and Contractors                         | Officers, Directors       | 5, 11  | rustees, rounda       | ıuoı    | i Managers, nigniy                      | Palu            | Emp    | loyee              | 5,   |
| 1          | List all officers, directors, trustees,                   | foundation managers a     | and t  | heir compensation (   | see i   | nstructions).                           |                 |        |                    |      |
|            |   | (b) Title, and average    |        | c) Compensation       |         | (d) Contributions to                    | (a) E           | , nonc | e accou            | unt. |
|            | (a) Name and address                                      | hours per week            | (1     | If not paid, enter    |         | mployee benefit plans                   |                 |        | wances             |      |
|            |   | devoted to position       | -      | -0-)                  | and     | deferred compensation                   |                 |        |                    |      |
| ee         | Addıtıonal Data Table                                     |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
| 2          | Compensation of five highest-paid                         | employees (other than     | thos   | e included on line 1– | -see    | instructions). If none, er              | ter "N          | ONE."  |                    |      |
| , ,        |   | (b) Title, and aver       | age    |                       |         | (d) Contributions to                    |                 |        |                    |      |
| (a)        | Name and address of each employed paid more than \$50,000 | hours per week            | (      | (c) Compensation      | n       | employee benefit<br>plans and deferred  |                 | -      | e accou<br>owances | -    |
|            | p a. a  | devoted to positi         | on     |                       |         | compensation                            | • • •           |        |                    |      |
| 10 L       | IE  |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            |   |                           |        |                       |         |   |                 |        |                    |      |
|            | I number of other employees hald ov                       |                           |        |                       |         | <u> </u>                                |                 |        |                    |      |
| OT 2       | or contribet of other employees hald over                 |                           |        |                       |         |   |                 |        |                    | ()   |

| Part VIII  Information About Officers, Directors, True and Contractors (continued)   | stees, Foundation Managers, Highly            | Paid Employees,  |
|--|---|------------------|
| 3 Five highest-paid independent contractors for professional service   | es (see instructions). If none, enter "NONE". |                  |
| (a) Name and address of each person paid more than \$50,000  | <b>(b)</b> Type of service                    | (c) Compensation |
| NONE   |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
|  |   |                  |
| <b>Total</b> number of others receiving over \$50,000 for professional service   | es  | 0                |
|  |   |                  |
| Part IX-A Summary of Direct Charitable Activities  |   |                  |
| List the foundation's four largest direct chantable activities during the tax year. Include organizations and other beneficiaries served, conferences convened, research papers is |   | Expenses         |
| 1  |   |                  |
|  |   | 1                |
|  |   | 1                |
| 2  |   |                  |
|  |   | -                |
|  |   | -                |
|  |   |                  |
| 3  |   |                  |
|  |   |                  |
|  |   |                  |
| 4  |   |                  |
|  |   | ]                |
|  |   | 1                |
| Part IX-B Summary of Program-Related Investment  | s (see instructions)                          |                  |
| Describe the two largest program-related investments made by the foundation dur  |   | Amount           |
| 1  |   |                  |
|  |   |                  |
|  |   | 1                |
|  |   |                  |
| 2  |   | -                |
|  |   |                  |
|  |   |                  |
| All other program-related investments See page 24 of the instruct  | ons   |                  |
| 3  |   |                  |
|  |   |                  |
|  |   |                  |
| Total. Add lines 1 through 3   |   | 0                |

|     | rt X Minimum Investment Return (All domestic foundations must complete this part. Fo see instructions.)   | reign | Page <b>8</b> foundations, |
|-----|---|-------|----------------------------|
| 1   | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc ,   |       |                            |
|     | purposes  |       |                            |
| а   | A verage monthly fair market value of securities  | 1a    | 9,160,081                  |
| b   | A verage of monthly cash balances   | 1b    | 310,943                    |
| c   | Fair market value of all other assets (see instructions)  | 1c    | 0                          |
| d   | <b>Total</b> (add lines 1a, b, and c)   | 1d    | 9,471,024                  |
| e   | Reduction claimed for blockage or other factors reported on lines 1a and  |       |                            |
|     | 1c (attach detailed explanation)  |       |                            |
| 2   | A cquisition indebtedness applicable to line 1 assets   | 2     | 0                          |
| 3   | Subtract line 2 from line 1d  | 3     | 9,471,024                  |
| 4   | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see  |       |                            |
|     | ınstructions)   | 4     | 142,065                    |
| 5   | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4   | 5     | 9,328,959                  |
| 6   | Minimum investment return. Enter 5% of line 5   | 6     | 466,448                    |
| Pai | <b>Distributable Amount</b> (see instructions) (Section 4942(j)(3) and (j)(5) private operations certain foreign organizations check here F and do not complete this part.) | atıng | foundations and            |
| 1   | Minimum investment return from Part X, line 6   | 1     | 466,448                    |
| 2a  | Tax on investment income for 2012 from Part VI, line 5   2a   8,044   |       |                            |
| b   | Income tax for 2012 (This does not include the tax from Part VI ) 2b  |       |                            |
| С   | Add lines 2a and 2b   | 2c    | 8,044                      |
| 3   | Distributable amount before adjustments Subtract line 2c from line 1  | 3     | 458,404                    |
| 4   | Recoveries of amounts treated as qualifying distributions   | 4     | 0                          |
| 5   | Add lines 3 and 4   | 5     | 458,404                    |
| 6   | Deduction from distributable amount (see instructions)  | 6     | 0                          |
| 7   | Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII,   |       |                            |
|     | line 1  | 7     | 458,404                    |
| Par | t XII Qualifying Distributions (see instructions)   |       |                            |
| 1   | A mounts paid (including administrative expenses) to accomplish charitable, etc , purposes  |       |                            |
| а   | Expenses, contributions, gifts, etc —total from Part I, column (d), line 26   | 1a    | 842,593                    |
| b   | Program-related investments—total from Part IX-B  | 1b    | 0                          |
| 2   | A mounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc ,   |       |                            |
|     | purposes  | 2     |                            |
| 3   | A mounts set aside for specific charitable projects that satisfy the  |       |                            |
| а   | Suitability test (prior IRS approval required)  | За    |                            |
| b   | Cash distribution test (attach the required schedule)   | 3b    |                            |

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for

Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4

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). . . . . . . . . . . . . .

Adjusted qualifying distributions. Subtract line 5 from line 4. . . . . . . . . . . . .

the section 4940(e) reduction of tax in those years

5

842,593

8,044

834,549

4

5

| Р  | undistributed Income (see instr  | uctions)      |                            |                    | <b>y</b>           |
|----|--|---------------|----------------------------|--------------------|--------------------|
|    |  | (a)<br>Corpus | (b)<br>Years prior to 2011 | <b>(c)</b><br>2011 | <b>(d)</b><br>2012 |
| 1  | Distributable amount for 2012 from Part XI, line 7                                       |               |                            |                    | 458,404            |
| 2  | Undistributed income, if any, as of the end of 2012                                      |               |                            |                    |                    |
| а  | Enter amount for 2011 only   |               |                            | 0                  |                    |
| b  | Total for prior years 20, 20, 20   |               | 0                          |                    |                    |
| 3  | Excess distributions carryover, if any, to 2012  |               |                            |                    |                    |
| а  | From 2007  |               |                            |                    |                    |
| b  | From 2008  |               |                            |                    |                    |
| C  | From 2009  |               |                            |                    |                    |
| d  | From 2010  |               |                            |                    |                    |
|    | From 2011  | 4             |                            |                    |                    |
|    | <b>Total</b> of lines 3a through e   | 1,241,234     |                            |                    |                    |
| 4  | Qualifying distributions for 2012 from Part  |               |                            |                    |                    |
|    | XII, line 4 🕨 \$842,593  |               |                            |                    |                    |
|    | Applied to 2011, but not more than line 2a   |               |                            | 0                  |                    |
| b  | Applied to undistributed income of prior years (Election required—see instructions)      |               | 0                          |                    |                    |
| C  | Treated as distributions out of corpus (Election   | 0             |                            |                    |                    |
|    | required—see instructions)   |               |                            |                    | 450.404            |
|    | Applied to 2012 distributable amount   | 204 100       |                            |                    | 458,404            |
|    | Remaining amount distributed out of corpus   | 384,189       |                            |                    |                    |
| 5  | Excess distributions carryover applied to 2012   | 0             |                            |                    |                    |
|    | (If an amount appears in column (d), the same amount must be shown in column (a).)       |               |                            |                    |                    |
|    | Enter the net total of each column as indicated below:                                   |               |                            |                    |                    |
| а  | Corpus Add lines 3f, 4c, and 4e Subtract line 5  | 1,625,423     |                            |                    |                    |
| b  | Prior years' undistributed income Subtract   |               | 0                          |                    |                    |
|    | line 4b from line 2b   |               | U                          |                    |                    |
| C  | Enter the amount of prior years' undistributed   |               |                            |                    |                    |
|    | income for which a notice of deficiency has been issued, or on which the section 4942(a) |               |                            |                    |                    |
|    | tax has been previously assessed   |               | 0                          |                    |                    |
| d  | Subtract line 6c from line 6b Taxable amount   |               |                            |                    |                    |
|    | —see instructions  |               | 0                          |                    |                    |
| е  | Undistributed income for 2011 Subtract line  |               |                            |                    |                    |
|    | 4a from line 2a Taxable amount—see   |               |                            | 0                  |                    |
| £  | Undistributed income for 2012 Subtract   |               |                            |                    |                    |
| •  | lines 4d and 5 from line 1 This amount must  |               |                            |                    |                    |
|    | be distributed in 2013   |               |                            |                    | (                  |
| 7  | Amounts treated as distributions out of  |               |                            |                    |                    |
|    | corpus to satisfy requirements imposed by  |               |                            |                    |                    |
|    | section 170(b)(1)(F) or 4942(g)(3) (see  | 0             |                            |                    |                    |
|    | Instructions)  |               |                            |                    |                    |
| 0  | applied on line 5 or line 7 (see instructions)   | 138,668       |                            |                    |                    |
| 9  | Excess distributions carryover to 2013.  |               |                            |                    |                    |
| -  | Subtract lines 7 and 8 from line 6a  | 1,486,755     |                            |                    |                    |
| 10 | Analysis of line 9   |               |                            |                    |                    |
| а  | Excess from 2008   | ]             |                            |                    |                    |
| b  | Excess from 2009 227,759   | -             |                            |                    |                    |
| С  | Excess from 2010   | 4             |                            |                    |                    |
| d  | Excess from 2011 390,078   |               |                            |                    |                    |
| е  | Excess from 2012 384,189   | 1             |                            |                    |                    |

| P      | art XIV Private Operating Four   | <b>ndations</b> (see in | nstructions and P    | art VII-A, questic    | on 9)                   |                       |
|--------|--|-------------------------|----------------------|-----------------------|-------------------------|-----------------------|
| La     | If the foundation has received a ruling or d foundation, and the ruling is effective for 2                   |                         | •                    |                       |                         |                       |
| b      | Check box to indicate whether the organiz  | ation is a private o    | perating foundation  | i described in sectio | on [ 4942(1)(3) o       | r <b>–</b> 4942(j)(5) |
|        | Enter the lesser of the adjusted net   | Tax year                |                      | Prior 3 years         | (3)(-)-                 |                       |
|        | income from Part I or the minimum  | (a) 2012                | <b>(b)</b> 2011      | (c) 2010              | (d) 2009                | (e) Total             |
|        | Investment return from Part X for each year listed   |                         |                      |                       | ,                       |                       |
| b      | 85% of line 2a   |                         |                      |                       |                         | _                     |
| c      | Qualifying distributions from Part XII,  |                         |                      |                       |                         |                       |
| d      | line 4 for each year listed  |                         |                      |                       |                         |                       |
|        | for active conduct of exempt activities  |                         |                      |                       |                         |                       |
| е      | Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c |                         |                      |                       |                         |                       |
| 3      | Complete 3a, b, or c for the   |                         |                      |                       |                         |                       |
| -      | alternative test relied upon "Assets" alternative test—enter   |                         |                      |                       |                         |                       |
| а      | (1) Value of all assets  |                         |                      |                       |                         |                       |
|        | (2) Value of assets qualifying under section 4942(j)(3)(B)(i)  |                         |                      |                       |                         |                       |
| b      | "Endowment" alternative test— enter 2/3  |                         |                      |                       |                         |                       |
|        | of minimum investment return shown in Part X, line 6 for each year listed                                    |                         |                      |                       |                         |                       |
| c      | "Support" alternative test—enter   |                         |                      |                       |                         |                       |
|        | (1) Total support other than gross   |                         |                      |                       |                         |                       |
|        | investment income (interest,<br>dividends, rents, payments   |                         |                      |                       |                         |                       |
|        | on securities loans (section   |                         |                      |                       |                         |                       |
|        | 512(a)(5)), or royalties) (2) Support from general public  |                         |                      |                       |                         |                       |
|        | and 5 or more exempt   |                         |                      |                       |                         |                       |
|        | organizations as provided in section 4942(j)(3)(B)(iii)  |                         |                      |                       |                         |                       |
|        | (3) Largest amount of support from an exempt organization  |                         |                      |                       |                         |                       |
|        | (4) Gross investment income  |                         |                      |                       |                         | _                     |
| Pa     | rt XV Supplementary Information  | n (Complete t           | his part only if     | the organizati        | on had \$5,000 d        | or more in            |
|        | assets at any time during  | •                       | instructions.)       |                       |                         |                       |
| L<br>a | Information Regarding Foundation Manage<br>List any managers of the foundation who ha                        |                         | re than 2% of the t  | otal contributions r  | eceived by the foun     | dation                |
| _      | before the close of any tax year (but only I   |                         |                      |                       | ·                       |                       |
|        |  |                         |                      |                       |                         |                       |
| b      | List any managers of the foundation who over   | wn 10% or more of       | the stock of a corn  | oration (or an equa   | ly large portion of th  | ne                    |
| _      | ownership of a partnership or other entity)  |                         |                      |                       | ., range pertion of the |                       |
|        |  |                         |                      |                       |                         |                       |
|        | Information Regarding Contribution, Grant  | t. Gift. Loan. Schola   | arship, etc., Progra | ms:                   |                         |                       |
|        | Check here I if the foundation only ma   |                         |                      |                       | and does not accer      | nt .                  |
|        | unsolicited requests for funds If the found  | ation makes gifts,      | grants, etc (see in  | structions) to indivi | duals or organization   | ons under             |
|        | other conditions, complete items 2a, b, c,   | and d                   |                      |                       |                         |                       |
|        | <b>-</b> 1   |                         |                      |                       |                         |                       |
| а      | The name, address, and telephone numbe   | r or e-mail of the pe   | erson to whom appl   | ications should be a  | addressed               |                       |
|        | THE LIBERTY BANK FOUNDATION INC 55 HIGH STREET   |                         |                      |                       |                         |                       |
|        | MIDDLETOWN,CT 06457  |                         |                      |                       |                         |                       |
|        | (860) 344-7222   |                         |                      |                       |                         |                       |
| b      | The form in which applications should be s SEE FOUNDATION WEBSITE  | submitted and infor     | mation and materia   | ars they should inclu | ıde                     |                       |
| С      | Any submission deadlines   |                         |                      |                       |                         | ,                     |
| _      | NONE   |                         |                      |                       |                         |                       |
| d      | Any restrictions or limitations on awards,   | such as by geogra       | phical areas, charit | able fields, kinds of | institutions, or othe   | er                    |
|        | factors  |                         |                      |                       |                         |                       |
|        | NONE   |                         |                      |                       |                         |                       |

| Recipient  | If recipient is an individual,<br>show any relationship to<br>any foundation manager | Foundation<br>status of | Purpose of grant or<br>contribution | A mount |
|--|--|-------------------------|-------------------------------------|---------|
| Name and address (home or business)                            | or substantial contributor   | recipient               | Contribution                        |         |
| a Paid during the year See Additional Data Table               | or substantial contributor   | recipient               |                                     |         |
|  |  |                         |                                     | -11     |
| Total  |  |                         |                                     | 516,29  |
| <b>b</b> Approved for future payment See Additional Data Table |  |                         |                                     |         |
| Total  |  |                         | <u>I</u> 3h                         | 128 600 |

| Part AV  | PF (2012)  |                   |                    |                     |                    | Page <b>1</b> 2                             |
|--|--|-------------------|--------------------|---------------------|--------------------|---|
|  | -A Analysis of Income-Products amounts unless otherwise indicated  |                   | ISINESS INCOME     | Excluded by section | 512 513 or 514     | (e)   |
|  | n service revenue  | (a) Business code | (b) A mount        | (c) Exclusion code  | (d)<br>A mount     | Related or exemp<br>function income<br>(See |
| a  | and contracts from government agencies rship dues and assessments on savings and temporary cash investments and and interest from securities |                   | Amount             | 14                  | 237,964            | instructions )                              |
| 8 Gain or ( 9 Net inc 10 Gross; 11 Other r b c d | (loss) from sales of assets other than inventory ome or (loss) from special events profit or (loss) from sales of inventory evenue a         |                   |                    | 18                  | 650,379            |   |
|  | al Add columns (b), (d), and (e).  |                   | 0                  |                     | 888,343            |   |
|  | Add line 12, columns (b), (d), and (e)   |                   |                    |                     | 13                 | 888,343                                     |
| Dare WVI   | orksheet in line 13 instructions to verify   |                   | nlichment of F     | vemnt Durnes        |                    |   |
| Line No.   | -B Relationship of Activities to Explain below how each activity for wh the accomplishment of the foundation's instructions )                | o the Accom       | ported ın column ( | e) of Part XVI-A c  | ontributed importa |   |
| Line No.   | Explain below how each activity for wh<br>the accomplishment of the foundation?  | o the Accom       | ported ın column ( | e) of Part XVI-A c  | ontributed importa |   |
| Line No.   | Explain below how each activity for wh<br>the accomplishment of the foundation?  | o the Accom       | ported ın column ( | e) of Part XVI-A c  | ontributed importa |   |
| Line No.   | Explain below how each activity for wh<br>the accomplishment of the foundation?  | o the Accom       | ported ın column ( | e) of Part XVI-A c  | ontributed importa |   |
| Line No.   | Explain below how each activity for wh<br>the accomplishment of the foundation?  | o the Accom       | ported ın column ( | e) of Part XVI-A c  | ontributed importa |   |

| Part XVII  | Information Re<br>Noncharitable   |                         |                   |                          |                      | action             | s and F             | Relationships                | With                     |               |                  |           |
|--|---|-------------------------|-------------------|--------------------------|----------------------|--------------------|---------------------|------------------------------|--------------------------|---------------|------------------|-----------|
| 1 Did the org  | anization directly or indirectly  |                         |                   |                          |                      | nızatıon d         | described in        | section                      |                          |               | Yes              | No        |
| 501(c) of t  | he Code (other than section 5   | 501(c)(3) o             | rganızat          | ions) or in se           | ection 527, relating | to politica        | lorganization       | ons?                         |                          |               |                  |           |
| <b>a</b> Transfers   | from the reporting foun   | dation to               | a nonc            | :harıtable e             | exempt organiza      | tion of            |                     |                              |                          |               |                  |           |
| <b>(1)</b> Casi  | 1   |                         |                   |                          |                      |                    |                     |                              |                          | 1a(1)         |                  | No        |
| <b>(2)</b> Othe  | erassets  |                         |                   |                          |                      |                    |                     |                              |                          | 1a(2)         |                  | No        |
| <b>b</b> Other tra   | nsactions   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
| <b>(1)</b> Sale  | s of assets to a nonchar  | ıtable exe              | empt o            | rganızatıoı              | n                    |                    |                     |                              |                          | 1b(1)         |                  | No        |
| (2) Purchases of assets from a noncharitable exempt organization |   |                         |                   |                          |                      |                    |                     |                              | 1b(2)                    |               | No               |           |
| <b>(3)</b> Rent  | al of facilities, equipmer  | nt, or othe             | rasse             | ets                      |                      |                    |                     |                              |                          | 1b(3)         |                  | No        |
| <b>(4)</b> Reim  | nbursement arrangemen   | ts                      |                   |                          |                      |                    |                     |                              |                          | 1b(4)         |                  | No        |
| <b>(5)</b> Loar  | s or loan guarantees.   |                         |                   |                          |                      |                    |                     |                              |                          | 1b(5)         |                  | No        |
| <b>(6)</b> Perfo   | rmance of services or m   | embershı                | p or fu           | ndraising                | solicitations        |                    |                     |                              |                          | 1b(6)         |                  | No        |
| <b>c</b> Sharing o   | of facilities, equipment, r   | naılıng lıs             | ts, oth           | ner assets,              | or paid employe      | ees                |                     |                              |                          | 1c            |                  | No        |
| of the go  | swer to any of the above ods, other assets, or ser insaction or sharing arra  (b) Amount involved                         | vices giv<br>ingement,  | en by t<br>, show | the reporti<br>in column | ng foundation It     | the fou<br>the goo | ndation rods, other | eceived less than            | fair marke<br>es receive | et value<br>d | !                | nts       |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
| described  | undation directly or indir<br>d in section 501(c) of th<br>complete the following s<br>(a) Name of organization           | e Code (o<br>chedule    |                   | nan sectioi              |                      | ın sectio          |                     |                              | tion of relation         |               | <sub>:s</sub> [  | No        |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
|  |   |                         |                   |                          |                      |                    |                     |                              |                          |               |                  |           |
| Sign the bas   | der penalties of perjury,<br>best of my knowledge a<br>ed on all information of v<br>******<br>Signature of officer or tr | nd belief,<br>which pre | ıt ıs tr          | ue, correct              | t, and complete      |                    |                     |                              | n taxpayer  May the I    |               | ciary) this retu | IS<br>urn |
|  | Dwink/Time and a  |                         | D                 |                          | n.h                  | Date               |                     |                              | PTIN                     |               |                  |           |
| Paid   | Print/Type preparer's i   |                         | ·                 | arer's Sign<br>DREW G A  |                      |                    |                     | Check if self-<br>employed ▶ | PC                       | 06343         | 334              |           |
| Preparer   |   |                         |                   |                          | =V 5 6               |                    |                     | Firm's ETN's CC              | 000222                   |               |                  |           |
| Use<br>Only  | Firm's name ▶   |                         |                   | ER OAK A                 |                      |                    |                     | Firm's EIN ► 06              | -0903326                 | o             |                  |           |
| -  | Firm's address 🕨  | —<br>HART               | FO RD             | ,CT 0610                 | 065100               |                    |                     | Phone no (860                | )522-311                 | . 1           |                  |           |

# Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

| (a) Name and address                   | (b) Title, and average<br>hours per week<br>devoted to position | (c) Compensation<br>(If not paid, enter<br>-0-) | (d) Contributions to<br>employee benefit plans<br>and deferred<br>compensation | (e) Expense account,<br>other allowances |
|--|---|---|--|--|
| CHANDLER HOWARD                        | PRESIDENT   | 0   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| MICHAEL HELFGOTT                       | CHAIRMAN  | 4,575   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| MARK GINGRAS                           | DIRECTOR  | 4,275   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| RICHARD TOMC                           | DIRECTOR  | 4,275   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| WILLARD MCRAE                          | DIRECTOR  | 4,275   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| CATINA CABAN-OWEN                      | DIRECTOR  | 4,275   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| WILFREDO NIEVES                        | DIRECTOR  | 3,600   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| THOMAS J PASTORELLO                    | DIRECTOR  | 0   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| CALVIN PRICE                           | DIRECTOR  | 0   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| MARY MURPHY                            | DIRECTOR  | 0   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |
| SUSAN MURPHY                           | DIRECTOR, EXEC  | 138,818   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | DIRECTOR, V<br>40 00  |   |  |  |
| KATHLEEN DOUCETTE                      | TREASURER   | 0   | 0  | 0  |
| 315 MAIN STREET<br>MIDDLETOWN,CT 06457 | 1 20  |   |  |  |

| Form 990PF Part XV Line 3 - G   | Tants and Contribution   | is Palu Dullii          | g the feat of Approved to   | i i uture Payment |
|---|--|-------------------------|---|-------------------|
| Recipient   | If recipient is an<br>individual,  | Foundation<br>status of | Purpose of grant or contribution  | A mount           |
| Name and address (home or<br>business)  | show any relationship to<br>any foundation manager<br>or substantial contributor | recipient               |   |                   |
| <b>a</b> Paid during the year   |  |                         |   |                   |
| A HAND UP INC PO BOX 270323<br>WEST HARTFORD,CT 06127   |  | 501(C)(3)               | TO PURCHASE NEW MATTRESSES, BOX SPRINGS, AND BED FRAMES FOR INDIVIDUALS AND FAMILIES IN NEED  | 2,500             |
| BETHSAIDA COMMUNITY PO BOX<br>913<br>NORWICH,CT 06360   |  | 501(C)(3)               | TO SUPPORT PATRICIA'S<br>PLACE, AN INDEPENDENT<br>LIVING PROGRAM FOR SIX<br>WOMEN   | 2,500             |
| BLESSINGS IN A BACKPACK<br>WILLIMANTIC 179 WALNUT<br>STREET<br>WILLIMANTIC,CT 06226                     |  | 501(C)(3)               | TO SUPPORT THE<br>BLESSINGS IN A BACKPACK<br>WEEKEND NUTRITION<br>PROGRAM   | 2,500             |
| BOYS & GIRLS CLUB OF MERIDEN<br>15 LINCOLN STREET<br>MERIDEN,CT 06450                                   |  | 501(C)(3)               | TO SUPPORT THE T U R F<br>PROGRAM   | 3,000             |
| BUSINESS INDUSTRY<br>FOUNDATION OF MIDDLESEX<br>COUNTY 393 MAIN STREET<br>MIDDLETOWN,CT 06457           |  | 501(C)(3)               | TO SUPPORT THE YOUTH AT WORK PROGRAM  | 5,000             |
| CENTRAL CONNECTICUT STATE<br>UNIVERSITY 1615 STANLEY<br>STREET PO BOX 4010<br>NEW BRITAIN, CT 060504010 |  | 501(C)(3)               | TO SUPPORT SCHOLARSHIPS FOR STUDENTS OF LOW- MODERATE INCOME FROM WITHIN THE BANK'S FOOTPRINT   | 2,000             |
| CHILD AND FAMILY AGENCY OF<br>SOUTHEASTERN CT INC 255<br>HEMPSTEAD STREET<br>NEW LONDON,CT 06320        |  | 501(C)(3)               | TO HELP UNDERWRITE A TEACHING POSITION IN THE EARLY CHILDHOOD PROGRAM   | 5,000             |
| CHILD FIRST 28 CRESCENT<br>STREET<br>MIDDLETOWN,CT 06457  |  | 501(C)(3)               | TO SUPPORT CHILD FIRST, A SYSTEM THAT PROVIDES COMPREHENSIVE EARLY CHILDHOOD CARE AND SUPPORT TO HIGH-RISK FAMILIES IN MIDDLESEX COUNTY                 | 7,500             |
| COLLEGE ACCESS PROGRAM 35<br>REDDEN AVENUE<br>NEW LONDON, CT 06320                                      |  | 501(C)(3)               | TO PROVIDE INTENSIVE COLLEGE ACCESS AND SUCCESS PROGRAMMING TO LOW-INCOME AND FIRST-GENERATION COLLEGE-BOUND STUDENTS FROM THROUGHOUT NEW LONDON COUNTY | 2,500             |
| COLUMBUS HOUSE INC PO BOX<br>7093<br>NEW HAVEN, CT 06519  |  | 501(C)(3)               | TO SUPPORT THE<br>MIDDLESEX FAMILY<br>SHELTER   | 5,000             |
| CONCEPTS FOR ADAPTIVE<br>LEARNING PO BOX 8265<br>NEW HAVEN, CT 06530                                    |  | 501(C)(3)               | TO SUPPORT THE IMPLEMENTATION OF THE TECHNOLOGY CASCADE & TRAINING PROGRAM IN MERIDEN   | 2,700             |
| CONNECTICUT COLLEGE 270<br>MOHEGAN AVENUE<br>NEW LONDON, CT 063204196                                   |  | 501(C)(3)               | TO SUPPORT ANNUAL SCHOLARSHIPS FOR LOCAL STUDENTS WITH FINANCIAL NEED   | 2,000             |
| CONNECTICUT HOUSING<br>COALITION 30 JORDAN LANE<br>WETHERSFIELD,CT 06109                                |  | 501(C)(3)               | TO ADVANCE THE WORK OF THE COMMUNITY DEVELOPERS NETWORK   | 5,000             |
| COVENANT SOUP KITCHEN AT<br>ST PAULS CHURCH 220 VALLEY<br>STREET<br>WILLIMANTIC,CT 06226                |  | 501(C)(3)               | TO SUPPORT THE ON-SITE<br>MEALS PROGRAMS  | 5,000             |
| CT COALITION TO END<br>HOMELESSNESS 77<br>BUCKINGHAM STREET<br>HARTFORD,CT 06106                        |  | 501(C)(3)               | TOWARD COMMUNITY IMPACT WORK THAT SUPPORTS REGIONAL TEN YEAR PLANS TO END HOMELESSNESS  | 2,500             |

| Recipient  | If recipient is an<br>individual,  | Foundation<br>status of | Purpose of grant or contribution  | A mount |
|--|--|-------------------------|---|---------|
| Name and address (home or business)  | show any relationship to<br>any foundation manager<br>or substantial contributor | recipient               |   |         |
| a Paid during the year   |  |                         |   |         |
| CT HOUSING INVESTMENT FUND<br>INC 121 TREMONT STREET<br>HARTFORD,CT 06105  |  | 501(C)(3)               | TO PROVIDE OPERATIONAL SUPPORT FOR CHIF'S DIRECT LENDING ACTIVITIES   | 5,000   |
| DURHAMMIDDLEFIELD YOUTH<br>AND FAMILY SERVICES 405 MAIN<br>STREET SUITE 11<br>MIDDLEFIELD,CT 06455                           |  | 501(C)(3)               | TO SUPPORT THE EXPANSION OF THE HOMEWORK HANGOUT PROGRAM  | 2,100   |
| EARLY CHILDHOOD FUNDERS<br>COLLABORATIVE C/O COUNCIL<br>FOR PHILANTHROPY 221<br>MAIN STREET<br>HARTFORD,CT 06106             |  | 501(C)(3)               | TO PARTNER WITH STATE GOVERNMENT TO CREATE A COORDINATED SYSTEM OF CARE AND EDUCATION FOR YOUNG CHILDREN            | 5,000   |
| EASTERN CONNECTICUT<br>HOUSING OPPORTUNITIES 228<br>STATE STREET SUITE 5<br>NEW LONDON,CT 06320                              |  | 501(C)(3)               | TO SUPPORT THE DOWNPAYMENT ASSISTANCE PROGRAM FOR LOW-INCOME, FIRST-TIME HOMEBUYERS IN NEW LONDON COUNTY            | 5,000   |
| EASTERN CONNECTICUT STATE<br>UNIVERSITY FOUNDATION<br>GELSI-YOUNG HALL ROOM 125 83<br>WINDHAM STREET<br>WILLIMANTIC,CT 06226 |  | 501(C)(3)               | TO UNDERWRITE A SCHOLARSHIP FOR AN UNDERGRADUATE STUDENT MAJORING IN BUSINESS OR ECONOMICS                          | 2,000   |
| EASTERN CT WORKFORCE<br>INVESTMENT BOARD INC 108<br>NEW PARK AVENUE<br>FRANKLIN,CT 06254                                     |  | 501(C)(3)               | TO EXPAND THE SUMMER YOUTH EMPLOYMENT PROGRAM IN SOUTHEASTERN CT  | 5,000   |
| ESTUARY COUNCIL OF SENIORS<br>INC 220 MAIN STREET<br>OLD SAYBROOK,CT 06475   |  | 501(C)(3)               | TO SUPPORT MEALS ON WHEELS FOR SENIOR CITIZENS  | 3,500   |
| EXPRESSIONES CULTURAL<br>CENTER INC 84 BANK STREET<br>NEW LONDON,CT 06320  |  | 501(C)(3)               | TO SUPPORT THE<br>ARTVENTURE PROGRAM  | 3,000   |
| FRESH NEW LONDON C/O UNITED WAY FOOD CENTER PO BOX 429 NEW LONDON, CT 06320  |  | 501(C)(3)               | TO SUPPORT THE FRESH<br>FOOD INITIATIVE   | 5,000   |
| GATEWAY COMMUNITY COLLEGE<br>FOUNDATION INC 88 BASSETT<br>ROAD<br>NORTH HAVEN,CT 06473                                       |  | 501(C)(3)               | TO SUPPORT<br>SCHOLARSHIPS FOR LOCAL<br>STUDENTS WITH FINANCIAL<br>NEED   | 5,000   |
| GILEAD COMMUNITY SERVICES INC 222 MAIN STREET EXTENSION PO BOX 1000 MIDDLETOWN,CT 06457                                      |  | 501(C)(3)               | TO SUPPORT THE CLIENT<br>BASIC NEEDS FUND   | 5,000   |
| GREATER WINDHAM REGION TEN-<br>YEAR PLAN TO END<br>HOMELESSNESS 872 MAIN<br>STREET<br>WILLIMANTIC,CT 06226                   |  | 501(C)(3)               | TO CREATE A FREE ONLINE DATABASE RESOURCE OF EXISTING AND POTENTIAL AFFORDABLE HOUSING IN WINDHAM                   | 5,000   |
| GREEN STREET ARTS CENTER 51<br>GREEN STREET<br>MIDDLETOWN,CT 06459   |  | 501(C)(3)               | TO SUPPORT AFTER-<br>SCHOOL ARTS AND<br>SCIENCE PROGRAMMING   | 5,000   |
| HELEN KELLER INTERNATIONAL<br>352 PARK AVENUE SOUTH SUITE<br>1200<br>NEWYORK,NY 10010  |  | 501(C)(3)               | TO PROVIDE VISION SCREENING AND SERVICES TO LOW-INCOME CHILDREN AT BENNIE DOVER JACKSON MIDDLE SCHOOL IN NEW LONDON | 2,500   |
| HOPE PARTNERSHIP INC 121<br>MAIN STREET<br>OLD SAYBROOK,CT 064752382   |  | 501(C)(3)               | TO FUND EXPANDED HOURS FOR THE PROJECT MANAGER TO IDENTIFY SITES FOR POTENTIAL DEVELOPMENT OF AFFORDABLE HOUSING    | 5,000   |

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|---|--|-------------------------|---|---------|
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| a Paid during the year  |  |                         |   |         |
| JUMPSTART FOR YOUNG<br>CHILDREN 505 EIGHTH AVENUE<br>SUITE 1100<br>NEW YORK,NY 10018  |  | 501(C)(3)               | TO BEGIN OFFERING<br>JUMPSTART EARLY<br>LITERACY PROGRAMMING<br>IN WILLIMANTIC  | 5,000   |
| LIBERTY BANK DONALD B WILBUR<br>SCHOLARSHIP LIBERTY BANK<br>FOUNDATION PO BOX 1212<br>MIDDLETOWN,CT 06457   |  | 501(C)(3)               | TO FUND A SCHOLARSHIP FOR A STUDENT FROM LIBERTY BANK'S SERVICE AREA, IN HONOR OF FORMER LIBERTY BANK BOARD CHAIRMAN DONALD B WILBUR              | 1,000   |
| LIBERTY BANK FOUNDATION<br>ADULT EDUCATION PROGRAM<br>LIBERTY BANK FOUNDATION PO<br>BOX 1212<br>MIDDLETOWN,CT 06457                               |  |                         | TO PROVIDE SCHOLARSHIPS FOR LOW/MODERATE-INCOME GRADUATES OF ADULT EDUCATION PROGRAMS WHO ARE GOING ON TO COLLEGE                                 | 22,000  |
| LIBERTY BANK FOUNDATION K-<br>12 GRANTS PROGRAM LIBERTY<br>BANK FOUNDATION PO BOX 1212<br>MIDDLETOWN,CT 06457                                     |  |                         | TO SUPPORT REMEDIATION PROGRAMS IN K-12 SCHOOLS THROUGHOUT LIBERTY BANK'S MARKET AREA   | 20,007  |
| LIBERTY BANK FOUNDATION<br>SCHOLARSHIPS LIBERTY BANK<br>FOUNDATION PO BOX 1212<br>MIDDLETOWN,CT 06457   |  | 501(C)(3)               | TO PROVIDE SCHOLARSHIPS FOR OUTSTANDING STUDENTS FROM LIBERTY BANK'S MARKET AREA  | 58,000  |
| LIBERTY BANK VOLUNTEER HALL<br>OF FAME AWARD LIBERTY BANK<br>FOUNDATION PO BOX 1212<br>MIDDLETOWN,CT 06457  |  | 501(C)(3)               | TO FUND DONATIONS TO CHARITIES SELECTED BY THE WINNER OF THE LIBERTY BANK VOLUNTEER HALL OF FAME AWARD  | 1,000   |
| LIBERTY BANKROTARY CLUB<br>THANKSGIVING DINNER DRIVE<br>LIBERTY BANK FOUNDATION PO<br>BOX 1212<br>MIDDLETOWN,CT 06457                             |  | 501(C)(3)               | TO MATCH FUNDS DONATED AT LIBERTY BANK BRANCHES TO PROVIDE THANKSGIVING DINNERS FOR NEEDY FAMILIES  | 25,000  |
| LOCAL INITIATIVES SUPPORT<br>CORPORATION 227 LAWRENCE<br>STREET<br>HARTFORD,CT 061061430  |  | 501(C)(3)               | TO IMPROVE PRODUCTIVITY AND SUSTAINABILITY OF DEVELOPERS IN MIDDLESEX COUNTY THROUGH CAPACITY BUILDING SERVICES AND INVESTMENTS                   | 5,000   |
| LUTHERAN RIDGE AT<br>MIDDLETOWN INC 628<br>CONGDON STREET WEST<br>MIDDLETOWN,CT 06457   |  | 501(C)(3)               | TO SUPPORT THE CONSTRUCTION OF 45 STORAGE CAGES FOR ELDERLY RESIDENTS   | 995     |
| LYME ACADEMY COLLEGE OF<br>FINE ARTS 84 LYME STREET<br>OLD LYME,CT 06371  |  | 501(C)(3)               | TO SUPPORT A SCHOLARSHIP FOR A LOW- INCOME STUDENT IN THE ACADEMY'S BFA PROGRAM   | 2,000   |
| MADONNA PLACE 240 MAIN<br>STREET<br>NORWICH,CT 06360  |  | 501(C)(3)               | TO SUPPORT THE FAMILY SCHOOL CONNECTION PROGRAM   | 3,000   |
| MERIDEN CHILDREN FIRST 105<br>MILLER STREET<br>MERIDEN,CT 06450   |  | 501(C)(3)               | TO ENGAGE MERIDEN FAMILY ZONE FAMILIES AND SUPPORT LEADERSHIP TRAINING THROUGH DELIVERY OF THE SPANISH- LANGUAGE PEOPLE EMPOWERING PEOPLE PROGRAM | 7,500   |
| MIDDLESEX COMMUNITY<br>COLLEGE FOUNDATION INC 100<br>TRAINING HILL ROAD<br>MIDDLETOWN,CT 06457  |  | 501(C)(3)               | TO SUPPORT<br>SCHOLARSHIPS FOR LOCAL<br>STUDENTS WITH FINANCIAL<br>NEED   | 5,000   |
| MIDDLESEX COUNTY COALITION<br>ON HOUSING AND<br>HOMELESSNESS C/O MIDDLESEX<br>UNITED WAY 100<br>RIVERVIEW CENTER SUITE 230<br>MIDDLETOWN,CT 06457 |  | 501(C)(3)               | TO PROVIDE STAFF SUPPORT TO THE MIDDLESEX COUNTY TEN YEAR PLAN TO END HOMELESSNESS  | 5,000   |
| MIDDLESEX UNITED WAY 100<br>RIVERVIEW CENTER SUITE 230<br>MIDDLETOWN,CT 06457   |  | 501(C)(3)               | TO SUPPORT THE ANNUAL APPEAL  | 46,500  |

|   |   |                                      | <del>-</del>  | <del>-</del> |
|---|---|--------------------------------------|---|--------------|
| Recipient  Name and address (home or  | If recipient is an individual, show any relationship to | Foundation<br>status of<br>recipient | Purpose of grant or contribution  | A mount      |
| business)   | any foundation manager<br>or substantial contributor    |                                      |   |              |
| a Paid during the year  |   |                                      |   |              |
| MIDDLETOWN EVEN START<br>FAMILY LITERACY PROGRAM<br>MIDDLETOWN ADULT<br>EDUCATION 398 MAIN<br>STREET<br>MIDDLETOWN,CT 06457           |   | 501(C)(3)                            | TO OFFSET THE COST OF ITS<br>FAMILY LUNCH PROGRAM   | 4,000        |
| MIDDLETOWN PATHWAYS TO<br>YOUR FUTURE COLLABORATIVE<br>MIDDLETOWN PUBLIC SCHOOLS<br>311<br>HUNTING HILL AVENUE<br>MIDDLETOWN,CT 06457 |   |                                      | TO SUPPORT THE<br>COLLEGE/CAREER<br>AWARENESS PROGRAM   | 5,000        |
| MITCHELL COLLEGE 437<br>PEQUOT AVENUE<br>NEW LONDON,CT 063204498  |   | 501(C)(3)                            | TO SUPPORT SCHOLARSHIPS<br>FOR LOCAL STUDENTS WITH<br>FINANCIAL NEED                            | 2,000        |
| NATCHAUG HOSPITAL INC 189<br>STORRS ROAD<br>MANSFIELD CENTER,CT<br>062500260  |   | 501(C)(3)                            | TO SUPPORT THE EXPANSION OF THE JOSHUA CENTER   | 5,000        |
| NEIGHBORHOOD HOUSING<br>SERVICES OF NEW BRITAIN INC<br>223 BROAD STREET<br>NEW BRITAIN,CT 06053                                       |   | 501(C)(3)                            | TO SUPPORT THE MORTGAGE FORECLOSURE PREVENTION AND DEFAULT/DELINQUENCY COUNSELING PROJECT       | 4,000        |
| NEW LONDON HOMELESS<br>HOSPITALITY CENTER 19 JAY<br>STREET PO BOX 1651<br>NEW LONDON,CT 06320   |   | 501(C)(3)                            | TO SUPPORT GENERAL OPERATING EXPENSES   | 5,000        |
| NORTH END ACTION TEAM 668<br>MAIN STREET<br>MIDDLETOWN,CT 06457   |   | 501(C)(3)                            | TO SUPPORT THE<br>ADMINISTRATIVE<br>ASSISTANT POSITION  | 5,000        |
| NORWICH PUBLIC SCHOOLS 90<br>TOWN STREET<br>NORWICH,CT 06360  |   |                                      | TO SUPPORT THE BRIDGES<br>SUMMER PROGRAM  | 5,000        |
| NORWICH SAFETY NET TEAM<br>CITY HALL ANNEX 80 BROADWAY<br>NORWICH,CT 06360  |   |                                      | TO SUPPORT THE NORWICH SAFETY NET TEAM  | 5,000        |
| NUTMEG BIG BROTHERSSISTERS<br>30 LAUREL STREET SUITE 3<br>HARTFORD,CT 061061377   |   | 501(C)(3)                            | TO SUPPORT THE ONE-ON-<br>ONE MENTORING PROGRAM<br>IN WINDHAM                                   | 5,000        |
| OCEAN COMMUNITY YMCA -<br>MYSTIC BRANCH 1 HARRY<br>AUSTIN DRIVE<br>MYSTIC,CT 06355  |   | 501(C)(3)                            | TO SUPPORT Y READ, AN AFTER-SCHOOL LITERACY PROGRAM, IN NORWICH                                 | 4,000        |
| ODDFELLOWS PLAYHOUSE 128<br>WASHINGTON STREET<br>MIDDLETOWN,CT 06457  |   | 501(C)(3)                            | TO SUPPORT THE NEIGHBORHOOD TROUPES AND ARTS EXPLORERS PROGRAMS                                 | 5,000        |
| OFFICE OF YOUTH AFFAIRS 120<br>BROAD STREET<br>NEW LONDON,CT 06320  |   |                                      | TO HELP FUND THE SALARY OF THE EARLY CHILDHOOD COORDINATOR OF THE EARLY CHILDHOOD FAMILY CENTER | 5,000        |
| PARTNERSHIP FOR STRONG<br>COMMUNITIES 227 LAWRENCE<br>STREET<br>HARTFORD,CT 06106   |   | 501(C)(3)                            | TO SUPPORT THE HOMECONNECTICUT AFFORDABLE HOUSING CAMPAIGN                                      | 5,000        |
| PREVENT BLINDNESS TRI-STATE<br>101 WHITNEY AVENUE STE 300-<br>301<br>NEW HAVEN,CT 06510   |   | 501(C)(3)                            | TO SUPPORT THE HEALTHY<br>EYES FOR CONNECTICUT<br>KIDS PROJECT                                  | 4,989        |

| FORM 990PF Part XV Line 3 - G  | Tants and Contribution  | S Palu Dullin                        | the real of Approved to  | ruture Payment |
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|  | or substantial contributor  |                                      |  |                |
| a Paid during the year   |   |                                      |  |                |
| PRUDENCE CRANDALL CENTER PO BOX 895 NEW BRITAIN, CT 06050  |   | 501(C)(3)                            | TO PREVENT DOMESTIC VIOLENCE THROUGH THE COMMUNITY EDUCATION AND PREVENTION PROGRAM              | 5,000          |
| QUINEBAUG VALLEY COMMUNITY<br>COLLEGE FOUNDATION 742<br>UPPER MAPLE STREET<br>DANIELSON, CT 06239    |   | 501(C)(3)                            | TO SUPPORT<br>SCHOLARSHIPS FOR LOCAL<br>STUDENTS WITH FINANCIAL<br>NEED                          | 5,000          |
| SACRED HEART EDUCATIONAL<br>CENTER 54 WEST MAIN STREET<br>PO BOX 691<br>BALTIC,CT 06330              |   | 501(C)(3)                            | TO SUPPORT THE ONE-ON-<br>ONE TUTORING PROGRAM   | 2,500          |
| SAFE FUTURES 16 JAY STREET<br>NEW LONDON,CT 063205910  |   | 501(C)(3)                            | TO SUPPORT VIOLENCE PREVENTION PROGRAMMING FOR NEW LONDON COUNTY MIDDLE AND HIGH SCHOOL STUDENTS | 5,000          |
| SALVATION ARMY - MIDDLETOWN<br>PO BOX 179 515 MAIN STREET<br>MIDDLETOWN,CT 06457                     |   | 501(C)(3)                            | TO SUPPORT THE TEEN<br>CENTER  | 2,500          |
| ST PAUL EVANGELICAL<br>LUTHERAN CHURCH 56 GREAT<br>HAMMOCK ROAD<br>OLD SAYBROOK,CT 06475             |   | 501(C)(3)                            | TO SUPPORT THE LEAP<br>INTO LEARNING PRE-<br>SCHOOL PROGRAM                                      | 2,000          |
| THAMES AREA CITIZEN ADVOCACY PROGRAM INC 80 BROADWAY NORWICH,CT 06360                                |   | 501(C)(3)                            | TO SUPPORT THE ELDERLY<br>ADVOCACY PROGRAM FOR<br>SENIOR CITIZENS OF<br>SOUTHEASTERN CT          | 1,500          |
| THAMES VALLEY COUNCIL FOR COMMUNITY ACTION INC ONE SYLVANDALE ROAD JEWETT CITY, CT 06351             |   | 501(C)(3)                            | TO SUPPORT THE FINANCIAL EDUCATION & SELF SUFFICIENCY (FESS) PROGRAM                             | 3,500          |
| THE CONNECTION FUND INC 995<br>SOUTH MAIN STREET<br>MIDDLETOWN,CT 06457                              |   | 501(C)(3)                            | TO PURCHASE NEW BEDS<br>AND BEDDING FOR THE<br>EDDY SHELTER                                      | 2,500          |
| THE FURNITURE BANK OF SOUTHEASTERN CONNECTICUT PO BOX 124 1826 ROUTE 12 GALES FERRY, CT 06335        |   | 501(C)(3)                            | TO PURCHASE BEDS FOR<br>LOW-INCOME FAMILIES<br>REFERRED BY SOCIAL<br>SERVICE AGENCIES            | 2,500          |
| THREE RIVERS COLLEGE FOUNDATION THAMES VALLEY CAMPUS 574 NEW LONDON TURNPIKE NORWICH, CT 063605063   |   | 501(C)(3)                            | TO SUPPORT<br>SCHOLARSHIPS FOR LOCAL<br>STUDENTS WITH FINANCIAL<br>NEED                          | 5,000          |
| TUNXIS COMMUNITY COLLEGE<br>271 SCOTT SWAMP ROAD<br>FARMINGTON,CT 06032                              |   |                                      | TO PURCHASE EQUIPMENT<br>TO ENABLE THE EXPANSION<br>OF THE MOBILE DENTAL<br>HYGIENE PROGRAM      | 5,000          |
| UNITED COMMUNITY & FAMILY<br>SERVICES 34 EAST TOWN<br>STREET<br>NORWICH,CT 063602326                 |   | 501(C)(3)                            | TO SUPPORT THE ACCESS<br>TO CARE PROGRAM   | 5,000          |
| UNITED WAY OF CENTRAL AND<br>NORTHEASTERN CT 30 LAUREL<br>STREET<br>HARTFORD,CT 061061374            |   | 501(C)(3)                            | TO SUPPORT THE ANNUAL APPEAL   | 8,000          |
| UNITED WAY OF GREATER NEW<br>HAVEN 370 JAMES STREET 4TH<br>FLOOR SUITE<br>403<br>NEW HAVEN, CT 06510 |   | 501(C)(3)                            | TO SUPPORT THE ANNUAL APPEAL   | 1,500          |

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|---|--|-------------------------|---|--------|
| Name and address (home or<br>business)  | show any relationship to<br>any foundation manager<br>or substantial contributor | recipient               |   |        |
| a Paid during the year  |  |                         |   |        |
| UNITED WAY OF GREATER<br>WATERBURY 100 NORTH ELM<br>STREET 2ND FLOOR<br>WATERBURY,CT 06702  |  | 501(C)(3)               | TO SUPPORT THE ANNUAL APPEAL  | 500    |
| UNITED WAY OF MERIDEN AND<br>WALLINGFORD 35 PLEASANT<br>STREET<br>MERIDEN,CT 06450  |  | 501(C)(3)               | TO SUPPORT THE ANNUAL APPEAL  | 3,500  |
| UNITED WAY OF SOUTHEASTERN<br>CT 283 STODDARDS WHARF<br>ROAD PO BOX 375<br>GALES FERRY,CT 06335   |  | 501(C)(3)               | TO SUPPORT THE ANNUAL APPEAL  | 14,500 |
| UNITED WAY OF WEST CENTRAL<br>CONNECTICUT 200 MAIN<br>STREET<br>BRISTOL,CT 06010  |  | 501(C)(3)               | TO SUPPORT THE ANNUAL APPEAL  | 500    |
| UNITED WAY OF WEST CENTRAL<br>CONNECTICUT 200 MAIN<br>STREET<br>BRISTOL,CT 06010  |  | 501(C)(3)               | TO SUPPORT PARENT SEE PROGRAMMING IN PLAINVILLE   | 2,500  |
| UNIVERSITY OF CONNECTICUT<br>SCHOOL OF FINE ARTS 2390<br>ALUMNI DRIVE U-3206 UNIT<br>3206<br>STORRS,CT 062693206                                      |  | 501(C)(3)               | TO SUPPORT SCHOLARSHIP (S) FOR STUDENTS FROM THE DEPARTMENT OF ART & ART HISTORY                            | 2,500  |
| UNIVERSITY OF HARTFORD 200<br>BLOOMFIELD AVENUE<br>WEST HARTFORD,CT 06117   |  | 501(C)(3)               | TO SUPPORT SCHOLARSHIPS FOR LOCAL STUDENTS WITH FINANCIAL NEED  | 2,000  |
| UNIVERSITY OF SAINT JOSEPH<br>1678 ASYLUM AVENUE<br>WEST HARTFORD,CT 06117  |  | 501(C)(3)               | TO SUPPORT SCHOLARSHIPS FOR LOCAL STUDENTS WITH FINANCIAL NEED  | 2,000  |
| WALLINGFORD EARLY CHILDHOOD ALLIANCE RESOURCE AND EDUCATION COUNCIL C/O WALLINGFORD YOUTH SOCIAL SERVICES 6 FAIRFIELD BOULEVARD WALLINGFORD, CT 06492 |  | 501(C)(3)               | TO SUPPORT THE RAISING READERS PROGRAM  | 5,000  |
| WALLINGFORD FAMILY YMCA 81<br>SOUTH ELM STREET<br>WALLINGFORD,CT 06492  |  | 501(C)(3)               | TO SUPPORT THE UPWARD BOUND PROGRAM   | 4,000  |
| WESLEYAN UNIVERSITY 237<br>HIGH STREET NORTH COLLEGE<br>ROOM<br>303<br>MIDDLETOWN,CT 064590486  |  | 501(C)(3)               | TO SUPPORT THE ETHERINGTON SCHOLARSHIP AT WESLEYAN UNIVERSITY   | 2,000  |
| WESLEYAN UNIVERSITY 237<br>HIGH STREET NORTH COLLEGE<br>ROOM<br>303<br>MIDDLETOWN,CT 064590486  |  | 501(C)(3)               | TO SUPPORT THE ETHERINGTON SCHOLARSHIP AT WESLEYAN UNIVERSITY   | 2,000  |
| WILLARD M MCRAE COMMUNITY<br>DIVERSITY AWARD LIBERTY<br>BANK FOUNDATION PO BOX 1212<br>MIDDLETOWN,CT 06457  |  | 501(C)(3)               | TO FUND AN AWARD FOR A COMMUNITY LEADER WHO HAS CHAMPIONED THE CAUSE OF DIVERSITY IN LIBERTY'S SERVICE AREA | 5,000  |
| WINDHAM PARENT NETWORK 872<br>MAIN STREET<br>WILLIMANTIC,CT 06226   |  | 501(C)(3)               | TO SUPPORT PARENT SEE<br>PROGRAMMING  | 5,000  |
| MIDDLESEX HOSPITAL 28<br>CRESCENT STREET<br>MIDDLETOWN,CT 064573650   |  | 501(C)(3)               | TO SUPPORT THE EMERGENCY DEPARTMENT AND INPATIENT ROOM CAPITAL CAMPAIGN                                     | 10,000 |

| orm 35011 Fare AV Line 5 Cranto and contributions Fare Daring the Fear of Approved for Fatare Faymone            |   |                         |  |         |  |  |
|--|---|-------------------------|--|---------|--|--|
| Recipient  | If recipient is an individual, show any relationship to | Foundation<br>status of | Purpose of grant or contribution   | A mount |  |  |
| Name and address (home or business)  | any foundation manager<br>or substantial contributor    | recipient               |  |         |  |  |
| a Paid during the year   |   |                         |  |         |  |  |
| EARLY CHILDHOOD FUNDERS<br>COLLABORATIVE C/O COUNCIL<br>FOR PHILANTHROPY 221<br>MAIN STREET<br>HARTFORD,CT 06106 |   | 501(C)(3)               | TO PARTNER WITH STATE GOVERNMENT TO CREATE A COORDINATED SYSTEM OF CARE AND EDUCATION FOR YOUNG CHILDREN | 5,000   |  |  |
| Total  |   |                         |  | 516,291 |  |  |

| Form 990PF Part XV Line 3 - Gra   | l  |                                      | 1  | 1       |
|---|--|--------------------------------------|--|---------|
| Recipient  Name and address (home or business)  | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution  | A mount |
| b Approved for future payment  ANDOVER HEBRON MARLBOROUGH YOUTH AND FAMILY SERVICES INC 25 PENDLETON DRIVE HEBRON, CT 06248   |  | 501(C)(3)                            | TO SUPPORT THE FAMILY RESOURCE CENTER  | 2,000   |
| BOY SCOUTS OF AMERICA CT<br>RIVERS COUNCIL60 DARLIN<br>STREET<br>EAST HARTFORD,CT 061280098                                   |  | 501(C)(3)                            | TO SUPPORT THE EXPANSION OF THE SCOUTREACH PROGRAM IN MIDDLETOWN, NEW LONDON, NORWICH, AND WILLIMANTIC                         | 5,000   |
| BUSINESS INDUSTRY FOUNDATION OF MIDDLESEX COUNTY393 MAIN STREET MIDDLETOWN, CT 06457  |  | 501(C)(3)                            | TO SUPPORT THE MIDDLETO WN MENTOR PROGRAM  | 4,300   |
| CHILDREN FIRST NORWICH80<br>BROADWAY<br>NORWICH,CT 06360  |  |                                      | TO SUPPORT THE VOICES FOR FAMILIES AND VFF TEEN PROGRAMS   | 5,000   |
| CONNECTICUT FOOD BANKPO BOX<br>8686<br>NEW HAVEN, CT 06531  |  | 501(C)(3)                            | TO SUPPORT THE MIDDLETOWN KIDS BACKPACK PROGRAM  | 3,000   |
| CT CENTER FOR SCHOOL CHANGE<br>151 NEW PARK AVENUE SUITE 203<br>HARTFORD, CT 06106  |  | 501(C)(3)                            | TO SUPPORT PARENTS SEE<br>PROGRAMMING IN<br>WINDHAM AND<br>WALLINGFORD   | 5,000   |
| FRIENDSHIP SERVICE CENTER OF<br>NEW BRITAIN INCPO BOX 1896<br>NEW BRITAIN,CT 06050  |  | 501(C)(3)                            | TO PURCHASE FOOD FOR THE SHELTER AND SOUP KITCHEN  | 2,500   |
| GEMMA E MORAN UNITED WAYLABOR FOOD CENTERPO BOX 429 374 BROAD STREET NEW LONDON,CT 06320                                      |  | 501(C)(3)                            | TO PURCHASE NUTRITIOUS EMERGENCY FOOD FOR THOSE IN NEED IN NEW LONDON COUNTY   | 5,000   |
| HABITAT FOR HUMANITY OF<br>SOUTHEASTERN CT377 BROAD<br>STREET<br>NEW LONDON, CT 06320   |  | 501(C)(3)                            | TO RENOVATE FOUR<br>HOMES IN SOUTHEASTERN<br>CT  | 5,000   |
| HARTFORD JEWISH COALITION FOR<br>LITERACY333 BLOOMFIELD<br>AVENUE SUITE C<br>WEST HARTFORD,CT 06117                           |  | 501(C)(3)                            | TO SUPPORT ELEMENTARY<br>EXPRESS, AN EARLY<br>LITERACY PROGRAM   | 2,500   |
| MERCY HOUSING & SHELTER211<br>WETHERSFIELD AVENUE<br>HARTFORD,CT 06114  |  | 501(C)(3)                            | TO SUPPORT THE SHEPHERD HOME TRANSITIONAL LIVING PROGRAM   | 5,000   |
| MIDDLESEX HABITAT FOR<br>HUMANITY OF CT INC34 SHUNPIKE<br>ROAD UNIT 24-26<br>CROMWELL,CT 06416                                |  | 501(C)(3)                            | TO SUPPORT THE A BRUSH<br>WITH KINDNESS PROGRAM  | 5,000   |
| MIDDLETO WN EMERGENCY<br>WARMING CENTERC/O MIDDLESEX<br>UNITED WAY 100<br>RIVERVIEW CENTER SUITE 230<br>MIDDLETO WN, CT 06457 |  | 501(C)(3)                            | TO SUPPORT AN EMERGENCY WINTER WARMING CENTER FOR HOMELESS PEOPLE IN MIDDLETOWN  | 2,500   |
| NEW LONDON PLTI<br>COLLABORATIVE 120 BROAD<br>STREET<br>NEW LONDON, CT 06320  |  |                                      | TO SUPPORT PARENT LEADERSHIP TRAINING INSTITUTE AND PARENTS SEE PROGRAMMING IN NEW LONDON                                      | 5,000   |
| NORWICH COMMUNITY CARE TEAM<br>C/O NORWICH HUMAN SERVICES 80<br>BROADWAY<br>NORWICH,CT 06360                                  |  | 501(C)(3)                            | TO SUPPORT THE<br>HOMELESS HOSPITALITY<br>CENTER   | 5,000   |
| OPERATION FUEL INC1 REGENCY<br>DRIVE SUITE 200<br>BLOOMFIELD,CT 06002   |  | 501(C)(3)                            | TO SUPPORT THE<br>EMERGENCY ENERGY<br>ASSISTANCE PROGRAM   | 5,000   |
| RIVERFRONT CHILDREN'S CENTER INC476 THAMES STREET GROTON,CT 06340   |  | 501(C)(3)                            | TO PURCHASE EQUIPMENT<br>FOR THE NEW PRESCHOOL<br>CLASSROOMS   | 3,300   |
| SPANISH COMMUNITY OF<br>WALLINGFORD284 WASHINGTON<br>STREET<br>WALLINGFORD,CT 06492   |  | 501(C)(3)                            | TO SUPPORT THE POSITIVE YOUTH DEVELOPMENT PROGRAM  | 5,000   |
| ST VINCENT DEPAUL MIDDLETOWN<br>PO BOX 398 617 MAIN STREET<br>MIDDLETOWN,CT 064570398   |  | 501(C)(3)                            | TO SUPPORT THE MEALS<br>AND OUTREACH<br>INITIATIVES  | 6,000   |
| THE BRIDGE FAMILY CENTER1022<br>FARMINGTON AVENUE<br>WEST HARTFORD,CT 061072105   |  | 501(C)(3)                            | TO SUPPORT THE PARENT LEADERSHIP TRAINING INSTITUTE (PLTI) PROGRAM IN WEST HARTFORD  | 5,000   |
| VALLEY SHORE YMCA201 SPENCER<br>PLAINS ROAD PO BOX 694<br>WESTBROOK,CT 06498  |  | 501(C)(3)                            | TO SUPPORT THE AFTER-<br>SCHOOL<br>CHILDCARE/ENRICHMENT<br>PROGRAMS  | 2,500   |
| WALLINGFORD EMERGENCY<br>SHELTER123 QUINNIPIAC STREET<br>WALLINGFORD,CT 06492   |  | 501(C)(3)                            | TO SUPPORT THE NEW TRANSITIONAL LIVING PROGRAM FOR HOMELESS FAMILIES   | 3,000   |
| WALLINGFORD YOUTH AND SOCIAL<br>SERVICES6 FAIRFIELD BLVD<br>WALLINGFORD,CT 06492  |  |                                      | TO SUPPORT PARENTS SEE<br>PROGRAMMING IN<br>WALLINGFORD  | 5,000   |
| WARM THE CHILDRENPO BOX 2256<br>340 CHAMBERLAIN ROAD<br>MIDDLETOWN,CT 06457   |  | 501(C)(3)                            | TO PURCHASE NEW WARM WINTER CLOTHING AND FOOTWEAR FOR NORTHERN MIDDLESEX COUNTY CHILDREN WHOSE FAMILIES CANNOT AFFORD TO DO SO | 2,500   |
| WESLEYAN UNIVERSITY237 HIGH<br>STREET NORTH COLLEGE ROOM<br>303<br>MIDDLETOWN,CT 064590486                                    |  | 501(C)(3)                            | TO SUPPORT THE STUDENT COLLEGE SUCCESS PROGRAM   | 5,000   |
| WINDHAM AREA INTERFAITH MINISTRYPO BOX 221 WILLIMANTIC,CT 06226   |  | 501(C)(3)                            | TO SUPPORT THE UNMET NEEDS FUND  | 3,500   |
| WINDHAM COMMUNITY AFTER SCHOOL PROGRAMWINDHAM PUBLIC SCHOOLS 322 PROSPECT STREET WILLIMANTIC,CT 06226                         |  |                                      | TO SUPPORT BEFORE- AND AFTER-SCHOOL PROGRAMMING FOR ELEMENTARY SCHOOL STUDENTS IN WINDHAM                                      | 10,000  |
| WINDHAM COUNTY HOMELESS COALITIONCONTINUUM OF CARE C/O WINDHAM AREA INTERFAITH MINISTRY PO BOX 221 WILLIMANTIC, CT 06226      |  | 501(C)(3)                            | TO SUPPORT THE WINDHAM HOMELESS INTERVENTION FUND  | 2,000   |
| WINDHAM REGIONAL NO FREEZE HOSPITALITY CENTER INCPO BOX 46 WILLIMANTIC,CT 06226   |  | 501(C)(3)                            | TO SUPPORT GENERAL OPERATING EXPENSES  | 5,000   |
| MIDSTATE MEDICAL CENTER435<br>LEWIS AVENUE<br>MERIDEN,CT 06451  |  | 501(C)(3)                            | TO SUPPORT THE EMERGENCY SERVICES DEPARTMENT EXPANSION CAMPAIGN  | 4,000   |
| Total   | ·<br>· · · · · · · · · · · ·   |                                      | ▶ 3b   | 128,600 |

# **TY 2012 Accounting Fees Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Category          | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------|--------|--------------------------|------------------------|---|
| PROFESSIONAL FEES | 10,777 | 5,389                    | 0                      | 5,389                                       |

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#### **TY 2012 Investments - Other Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Category/ Item                     | Listed at Cost or FMV | Book Value | End of Year Fair<br>Market Value |
|------------------------------------|-----------------------|------------|----------------------------------|
| RAYMOND JAMES INVESTMENT PORTFOLIO | FMV                   | 8,850,544  | 8,850,544                        |

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## **TY 2012 Other Expenses Schedule**

Name: LIBERTY BANK FOUNDATION INC

| <b>Description</b> | Revenue and Expenses per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|--------------------|--------------------------------|--------------------------|---------------------|--|
| MISCELLANEOUS      | 78,033                         | 0                        | 0                   | 78,033                                   |

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#### **TY 2012 Other Increases Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Description                    |  | Amount  |
|--------------------------------|--|---------|
| UNREALIZED GAIN ON INVESTMENTS |  | 149,053 |



#### **TY 2012 Other Liabilities Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Description         | Beginning of Year -<br>Book Value | End of Year - Book<br>Value |  |
|---------------------|-----------------------------------|-----------------------------|--|
| ACCRUED LIABILITIES | 0                                 | 3,165                       |  |

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#### **TY 2012 Other Professional Fees Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Category                      | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|-------------------------------|--------|--------------------------|------------------------|---|
| INVESTMENT MANAGEMENT<br>FEES | 65,901 | 65,901                   | 0                      | 0   |

#### **TY 2012 Taxes Schedule**

Name: LIBERTY BANK FOUNDATION INC

| Category   | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|------------|--------|--------------------------|------------------------|---|
| EXCISE TAX | 8,044  | 0                        | 0                      | 0   |