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Form **990-PF**

Return of Private Foundation

or Section 4947(a)(1) Nonexempt Charitable Trust

Treated as a Private Foundation

Department of the Treasury
Internal Revenue Service

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

OMB No 1545-0052

2012

Open to Public Inspection

For calendar year 2012 or tax year beginning

, 2012, and ending

, 20

| | | |
|--|---|--|
| Name of foundation CHELSEA GROTON FOUNDATION, INC | | A Employer identification number 06-1520330 |
| Number and street (or P O box number if mail is not delivered to street address) | Room/suite | B Telephone number (see instructions) (860) 823-4800 |
| ONE FRANKLIN SQUARE | | |
| City or town, state, and ZIP code NORWICH, CT 06360-5825 | | C If exemption application is pending, check here <input type="checkbox"/> |
| G Check all that apply. | <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change | <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation | | D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 2,804,954. | | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> |
| J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ | | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> |
| (Part I, column (d) must be on cash basis) | | |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions)) | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|--|--|------------------------------------|---------------------------|-------------------------|---|
| Revenue | 1 Contributions, gifts, grants, etc., received (attach schedule) | 45,617. | ATCH 1 | | |
| | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 2. | 2. | | ATCH 2 |
| | 4 Dividends and interest from securities | 34,991. | 34,991. | | ATCH 3 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 206,233. | | | |
| | b Gross sales price for all assets on line 6a 321,306. | | 206,233. | | |
| | 7 Capital gain net income (from Part IV, line 2) | | | | |
| | 8 Net short-term capital gain | | | | |
| Operating and Administrative Expenses | 9 Income modifications | | | | |
| | 10a Gross sales less returns and allowances | | | | |
| | b Less Cost of goods sold | | | | |
| | c Gross profit or (loss) (attach schedule) | | | | |
| | 11 Other income (attach schedule) | | | | |
| | 12 Total. Add lines 1 through 11 | 286,843. | 241,226. | | |
| | 13 Compensation of officers, directors, trustees, etc. | 0 | | | |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | | | | |
| | 16a Legal fees (attach schedule) | | | | |
| | b Accounting fees (attach schedule) | 3,300. | 1,650. | | 1,650. |
| | c Other professional fees (attach schedule) | 3,558. | 3,558. | | |
| | 17 Interest | | | | |
| | 18 Taxes (attach schedule) (see instructions) | 63. | | | |
| | 19 Depreciation (attach schedule) and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | | | | |
| | 22 Printing and publications | | | | |
| | 23 Other expenses (attach schedule) | | | | |
| | 24 Total operating and administrative expenses. Add lines 13 through 23 | 6,921. | 5,208. | | 1,650. |
| | 25 Contributions, gifts, grants paid | 123,600. | | | 123,600. |
| | 26 Total expenses and disbursements. Add lines 24 and 25 | 130,521. | 5,208. | 0 | 125,250. |
| | 27 Subtract line 26 from line 12 | 156,322. | | | |
| | a Excess of revenue over expenses and disbursements | | 236,018. | | |
| | b Net investment income (if negative, enter -0-) | | | | |
| | c Adjusted net income (if negative, enter -0-) | | | | |

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| Part II Balance Sheets | | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year | End of year | |
|------------------------------------|----|--|--|-------------------|----------------|-----------------------|
| | | | | (a) Book Value | (b) Book Value | (c) Fair Market Value |
| Assets | 1 | Cash - non-interest-bearing | | 5,013. | 6,585. | 6,585. |
| | 2 | Savings and temporary cash investments | | 48,667. | 70,696. | 70,696. |
| | 3 | Accounts receivable ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 4 | Pledges receivable ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 5 | Grants receivable | | | | |
| | 6 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | | |
| | 7 | Other notes and loans receivable (attach schedule) ▶ | | | | |
| | | Less: allowance for doubtful accounts ▶ | | | | |
| | 8 | Inventories for sale or use | | | | |
| | 9 | Prepaid expenses and deferred charges | | | | |
| | 10 | a Investments - U.S. and state government obligations (attach schedule) | | | | |
| | | b Investments - corporate stock (attach schedule) ATCH 7 | | 330,138. | 1,580,137. | 1,949,820. |
| | | c Investments - corporate bonds (attach schedule) ATCH 8 | | 1,873,658. | 755,943. | 777,853. |
| | 11 | Investments - land, buildings, and equipment, basis ▶ | | | | |
| | | Less: accumulated depreciation ▶ (attach schedule) | | | | |
| | 12 | Investments - mortgage loans | | | | |
| | 13 | Investments - other (attach schedule) | | | | |
| | 14 | Land, buildings, and equipment, basis ▶ | | | | |
| | | Less: accumulated depreciation ▶ (attach schedule) | | | | |
| | 15 | Other assets (describe ▶) | | | | |
| | 16 | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) | | 2,257,476. | 2,413,361. | 2,804,954. |
| Liabilities | 17 | Accounts payable and accrued expenses | | -4,050. | -4,487. | |
| | 18 | Grants payable | | | | |
| | 19 | Deferred revenue | | | | |
| | 20 | Loans from officers, directors, trustees, and other disqualified persons | | | | |
| | 21 | Mortgages and other notes payable (attach schedule) | | | | |
| | 22 | Other liabilities (describe ▶) | | | | |
| | 23 | Total liabilities (add lines 17 through 22) | | -4,050. | -4,487. | |
| Net Assets or Fund Balances | | Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31. | | | | |
| | 24 | Unrestricted | | | | |
| | 25 | Temporarily restricted | | | | |
| | 26 | Permanently restricted | | | | |
| | | Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ <input checked="" type="checkbox"/> | | | | |
| | 27 | Capital stock, trust principal, or current funds | | 2,261,526. | 2,417,848. | |
| | 28 | Paid-in or capital surplus, or land, bldg, and equipment fund | | | | |
| | 29 | Retained earnings, accumulated income, endowment, or other funds | | | | |
| | 30 | Total net assets or fund balances (see instructions) | | 2,261,526. | 2,417,848. | |
| | 31 | Total liabilities and net assets/fund balances (see instructions) | | 2,257,476. | 2,413,361. | |

Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|--|---|------------|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 2,261,526. |
| 2 | Enter amount from Part I, line 27a | 2 | 156,322. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | |
| 4 | Add lines 1, 2, and 3 | 4 | 2,417,848. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 2,417,848. |

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Part IV Capital Gains and Losses for Tax on Investment Income

| (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co) | | | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr) | (d) Date sold (mo., day, yr) |
|--|--|---|--|-------------------------------------|---------------------------------|
| 1a SEE PART IV SCHEDULE | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/89 | | | (i) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h)) | | |
| (i) F.M.V. as of 12/31/89 | (j) Adjusted basis as of 12/31/89 | (k) Excess of col (i) over col. (j), if any | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 } | | | 2 | 206,233. | |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (8). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 | | | 3 | 0 | |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|--|--|---|
| 2011 | 125,746. | 2,421,896. | 0.051920 |
| 2010 | 96,590. | 2,257,725. | 0.042782 |
| 2009 | 94,661. | 2,009,043. | 0.047117 |
| 2008 | 138,511. | 2,300,867. | 0.060199 |
| 2007 | 134,964. | 2,580,856. | 0.052294 |
| 2 Total of line 1, column (d) | | | 2 0.254312 |
| 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 0.050862 |
| 4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5 | | | 4 2,476,625. |
| 5 Multiply line 4 by line 3 | | | 5 125,966. |
| 6 Enter 1% of net investment income (1% of Part I, line 27b) | | | 6 2,360. |
| 7 Add lines 5 and 6 | | | 7 128,326. |
| 8 Enter qualifying distributions from Part XII, line 4. If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions. | | | 8 125,250. |

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

| | | | |
|---|----|--------|--------|
| 1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions) | | 1 | 4,720. |
| b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b | | | |
| c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | | |
| 2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 2 | |
| 3 Add lines 1 and 2 | | 3 | 4,720. |
| 4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | | 4 | 0 |
| 5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- | | 5 | 4,720. |
| 6 Credits/Payments | | | |
| a 2012 estimated tax payments and 2011 overpayment credited to 2012 | 6a | 670. | |
| b Exempt foreign organizations - tax withheld at source | 6b | | |
| c Tax paid with application for extension of time to file (Form 8868) | 6c | | |
| d Backup withholding erroneously withheld | 6d | | |
| 7 Total credits and payments. Add lines 6a through 6d | 7 | 670. | |
| 8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached | 8 | | |
| 9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed | 9 | 4,050. | |
| 10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid | 10 | | |
| 11 Enter the amount of line 10 to be. Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> 11 | 11 | | |

Part VII-A Statements Regarding Activities

| | Yes | No |
|--|-----|----|
| 1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | | X |
| b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities | | X |
| c Did the foundation file Form 1120-POL for this year? | | X |
| d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____ | | |
| e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ | | |
| 2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities | | X |
| 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 | | X |
| 4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year? | | X |
| b If "Yes," has it filed a tax return on Form 990-T for this year? | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T | | X |
| 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? | X | |
| 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 | X | |
| 8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> CT, _____ | | |
| b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation | X | |
| 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 | | X |
| 10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses | | X |

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Part VII-A Statements Regarding Activities (continued)

| | | | | |
|---|---|----|-----|------|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |
| Website address <input type="text"/> N/A | | | | |
| 14 | The books are in care of <input type="text"/> RICHARD MORELLI Telephone no <input type="text"/> 860-823-4800 | | | |
| Located at <input type="text"/> ONE FRANKLIN SQUARE NORWICH, CT ZIP+4 <input type="text"/> 06360-5825 | | | | |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <input type="text"/> 15 | | | |
| 16 | At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <input type="text"/> | 16 | Yes | No X |

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

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

| | Yes | No |
|---|-----|----|
| 1a During the year did the foundation (either directly or indirectly): | | |
| (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/> | 1b | |
| 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? <input type="checkbox"/> | 1c | X |
| 2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)). | | |
| a At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2012? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years <input type="text"/> | | |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) <input type="checkbox"/> | 2b | |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="text"/> | | |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No | | |
| b If "Yes," did it have excess business holdings in 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 if the foundation had excess business holdings in 2012) <input type="checkbox"/> | 3b | |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/> | 4a | X |
| b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? <input type="checkbox"/> | 4b | X |

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ **5b**Organizations relying on a current notice regarding disaster assistance check here ☐ **5b****c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No **7b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|----------------------|---|---|---|---------------------------------------|
| ATCH 9 | | 0 | 0 | 0 |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

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

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

Total number of other employees paid over \$50,000 ☐Form **990-PF** (2012)

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

| (a) Name and address of each person paid more than \$50,000 | (b) Type of service | (c) Compensation |
|---|---------------------|------------------|
| NONE | | |
| | | |
| | | |
| | | |
| | | |
| | | |

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

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

| | Expenses |
|-------|----------|
| 1 N/A | |
| 2 | |
| 3 | |
| 4 | |

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

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

| | Amount |
|--|--------|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions | |
| 3 NONE | |

Total. Add lines 1 through 3 ▶

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

| | | | |
|----------|--|-----------|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes | | |
| a | Average monthly fair market value of securities | 1a | 2,514,662. |
| b | Average of monthly cash balances | 1b | -322. |
| c | Fair market value of all other assets (see instructions) | 1c | |
| d | Total (add lines 1a, b, and c) | 1d | 2,514,340. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) | 1e | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | |
| 3 | Subtract line 2 from line 1d | 3 | 2,514,340. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) | 4 | 37,715. |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 2,476,625. |
| 6 | Minimum investment return. Enter 5% of line 5 | 6 | 123,831. |

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part)

| | | | |
|-----------|--|-----------|----------|
| 1 | Minimum investment return from Part X, line 6 | 1 | 123,831. |
| 2a | Tax on investment income for 2012 from Part VI, line 5 | 2a | 4,720. |
| b | Income tax for 2012. (This does not include the tax from Part VI.) | 2b | |
| c | Add lines 2a and 2b | 2c | 4,720. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | 3 | 119,111. |
| 4 | Recoveries of amounts treated as qualifying distributions | 4 | |
| 5 | Add lines 3 and 4 | 5 | 119,111. |
| 6 | Deduction from distributable amount (see instructions) | 6 | |
| 7 | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7 | 119,111. |

Part XII Qualifying Distributions (see instructions)

| | | | |
|----------|--|-----------|----------|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 125,250. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | |
| b | Cash distribution test (attach the required schedule) | 3b | |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 125,250. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | 0 |
| 6 | Adjusted qualifying distributions. Subtract line 5 from line 4 | 6 | 125,250. |

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2012)

Page **9****Part XIII Undistributed Income (see instructions)**

| | (a) Corpus | (b) Years prior to 2011 | (c) 2011 | (d) 2012 |
|--|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2012 from Part XI, line 7 | | | | 119,111. |
| 2 Undistributed income, if any, as of the end of 2012 | | | | |
| a Enter amount for 2011 only | | | | |
| b Total for prior years 20 10 20 09 20 08 | | | | |
| 3 Excess distributions carryover, if any, to 2012. | | | | |
| a From 2007 | | | | |
| b From 2008 1,529. | | | | |
| c From 2009 | | | | |
| d From 2010 | | | | |
| e From 2011 5,339. | | | | |
| f Total of lines 3a through e | 6,868. | | | |
| 4 Qualifying distributions for 2012 from Part XII, line 4. ► \$ 125,250. | | | | |
| a Applied to 2011, but not more than line 2a . . . | | | | |
| b Applied to undistributed income of prior years (Election required - see instructions) | | | | |
| c Treated as distributions out of corpus (Election required - see instructions) | | | | |
| d Applied to 2012 distributable amount | | | | 119,111. |
| e Remaining amount distributed out of corpus . . | 6,139. | | | |
| 5 Excess distributions carryover applied to 2012 . (If an amount appears in column (d), the same amount must be shown in column (a)) | | | | |
| 6 Enter the net total of each column as indicated below: | | | | |
| a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 | 13,007. | | | |
| b Prior years' undistributed income. Subtract line 4b from line 2b | | | | |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | | | |
| d Subtract line 6c from line 6b. Taxable amount - see instructions | | | | |
| e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount - see instructions | | | | |
| f 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 instructions) . . | | | | |
| 8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . | | | | |
| 9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a | 13,007. | | | |
| 10 Analysis of line 9. | | | | |
| a Excess from 2008 . . . 1,529. | | | | |
| b Excess from 2009 . . . | | | | |
| c Excess from 2010 . . . | | | | |
| d Excess from 2011 . . . 5,339. | | | | |
| e Excess from 2012 . . . 6,139. | | | | |

Form **990-PF** (2012)

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

NOT APPLICABLE

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2012, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

| | Tax year | Prior 3 years | | | (e) Total |
|--|----------|---------------|----------|----------|-----------|
| | (a) 2012 | (b) 2011 | (c) 2010 | (d) 2009 | |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test - enter | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

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

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail of the person to whom applications should be addressed:

ATCH 10

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

ATCH 11

c Any submission deadlines.

ATCH 12

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

ATCH 13

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

| <div>Recipient</div> <div>Name and address (home or business)</div> | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|--------------------------------|----------------------------------|----------|
| a Paid during the year ATCH 14 | | | | |
| Total ▶ 3a | | | | 123,600. |
| b Approved for future payment | | | | |
| Total ▶ 3b | | | | |

Enter gross amounts unless otherwise indicated.

| Part X-112 Analysis of income-producing activities | | | | | (e) |
|---|----------------------|---------------|-----------------------|---------------|--|
| Enter gross amounts unless otherwise indicated. | | | | | Related or exempt function income (See instructions) |
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a _____ | | | | | |
| b _____ | | | | | |
| c _____ | | | | | |
| d _____ | | | | | |
| e _____ | | | | | |
| f _____ | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 2. | |
| 4 Dividends and interest from securities | | | 14 | 34,991. | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property . | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 206,233. | |
| 9 Net income or (loss) from special events . . . | | | | | |
| 10 Gross profit or (loss) from sales of inventory . . | | | | | |
| 11 Other revenue a _____ | | | | | |
| b _____ | | | | | |
| c _____ | | | | | |
| d _____ | | | | | |
| e _____ | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 241,226. | |
| 13 Total. Add line 12, columns (b), (d), and (e) | | | | | 241,226. |

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

[illegible]

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

- | | | | |
|--|--------------|-----|----|
| 1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | Yes | No |
| a Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| (1) Cash | 1a(1) | | X |
| (2) Other assets | 1a(2) | | X |
| b Other transactions: | | | |
| (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| (4) Reimbursement arrangements | 1b(4) | | X |
| (5) Loans or loan guarantees | 1b(5) | | X |
| (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |
| d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received | | | |

[illegible]

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

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

**Sign
Here**

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

Signature of officer or trustee _____ Date 5/9/13

► Senior VP
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

WILLIAM R. FLEMING

Preparer's signature

parent's signature William A. Long

Date _____

05/07/2013

Check ☐ if self-employed

PTIN

P00368409

Firm's name ► PRICEWATERHOUSECOOPERS LLP

Firm's EIN ► 13-4008324

Firm's address ► 185 ASYLUM STREET, SUITE 2400
HARTFORD, CT

06103-3404

Phone no 860-241-7000

Form 990-PF (2012)

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

Schedule of Contributors

OMB No 1545-0047

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

2012

Name of the organization

CHELSEA GROTON FOUNDATION, INC

Employer identification number

06-1520330

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization **CHELSEA GROTON FOUNDATION, INC**Employer identification number
06-1520330**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
|------------|--|----------------------------|---|
| 1 | CHELSEA GROTON BANK ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | \$ 41,646. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 2 | CHELSEA GROTON BANK ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | \$ 3,500. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| 3 | VARIOUS @ LESS THAN \$5,000 | \$ 471. | Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |
| | | | Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.) |

Employer Identification number

06-1520330

Part II

| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
|---------------------------|--|--|----------------------|
| 1 | 1,018 SHS WW GRAINGER, COMMON STOCK ----- TAX BASIS = \$41,646 ----- TAX BASIS RECORDED AS BOOK VALUE ----- FMV = \$201,306 ----- | \$ 201,306. | 12/20/2012 |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |
| (a) No. from Part I | (b) Description of noncash property given | (c) FMV (or estimate) (see instructions) | (d) Date received |
| ---- | ----- ----- ----- ----- | \$ ----- | ----- |

Name of organization CHELSEA GROTON FOUNDATION, INC

Employer identification number

06-1520330

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

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

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

FORM 990PF, PART I - CONTRIBUTIONS, GIFTS AND GRANTS RECEIVED

ATTACHMENT 1

| <u>NAME AND ADDRESS</u> | <u>DATE</u> | <u>DIRECT PUBLIC SUPPORT</u> |
|--|-------------|--------------------------------------|
| CHELSEA GROTON BANK ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | 12/20/2012 | 41,646. |
| CHELSEA GROTON BANK ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | 05/092012 | 3,500. |
| VARIOUS @ LESS THAN \$5,000 | VARIOUS | 471. |
| TOTAL CONTRIBUTION AMOUNTS | | <u>45,617.</u> |

ATTACHMENT 2

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|-----------------------------|---|--------------------------------------|
| BROWN BROTHERS HARRIMAN MMF | 2. | 2. |
| TOTAL | <u>2.</u> | <u>2.</u> |

ATTACHMENT 3FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|----------------------------------|---|--------------------------------------|
| DIVIDENDS -FIXED INCOME FUNDS | 34,501. | 34,501. |
| DIVIDENDS -DOMESTIC EQUITY FUNDS | 490. | 490. |
| TOTAL | <u>34,991.</u> | <u>34,991.</u> |

ATTACHMENT 4

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> | <u>ADJUSTED NET INCOME</u> | <u>CHARITABLE PURPOSES</u> |
|------------------------|---|--------------------------------------|------------------------------------|--------------------------------|
| PRICEWATERHOUSECOOPERS | 3,300. | 1,650. | | 1,650. |
| TOTALS | <u>3,300.</u> | <u>1,650.</u> | | <u>1,650.</u> |

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> | <u>NET INVESTMENT INCOME</u> |
|-------------------------------|---|--------------------------------------|
| BROWN BROTHERS -ADVISORY FEES | 3,558. | 3,558. |
| TOTALS | <u>3,558.</u> | <u>3,558.</u> |

ATTACHMENT 6FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u> | <u>REVENUE AND EXPENSES PER BOOKS</u> |
|--------------------|---|
| ACCRUED EXCISE TAX | 63. |
| TOTALS | <u>63.</u> |

ATTACHMENT 7FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|------------------------------|---------------------------------|------------------------------|-----------------------|
| DOMESTIC EQTY FDS [ATCH 8-A] | 75,000. | 1,325,000. | 1,747,483. |
| INTL EQUITY FDS [ATCH 8-A] | 255,138. | 255,137. | 202,337. |
| TOTALS | <u>330,138.</u> | <u>1,580,137.</u> | <u>1,949,820.</u> |

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE BONDS

| <u>DESCRIPTION</u> | <u>BEGINNING BOOK VALUE</u> | <u>ENDING BOOK VALUE</u> | <u>ENDING FMV</u> |
|-----------------------------|---------------------------------|------------------------------|-----------------------|
| FIXED INCOME FDS [ATCH 8-A] | 1,873,658. | 755,943. | 777,853. |
| TOTALS | <u>1,873,658.</u> | <u>755,943.</u> | <u>777,853.</u> |

Chelsea Groton Bank
Chelsea Groton Foundation
Book/Fair Market Value Summary
As of 12/31/12

| <u>Security Description</u> | <u># of Shares</u> | <u>BV 12/31/12</u> | <u>FMV 12/31/12</u> | <u>Unrealized Gain (Loss)</u> |
|--|--------------------------|----------------------------|----------------------------|-----------------------------------|
| Total Bank & Finance Company - Common | 0.00 | 0.00 | 0.00 | 0.00 |
| BBH Limited Duration Fund CL N | 31,759.54 | 325,619.09 | 330,299.16 | 4,680.07 |
| Pimco Total Return Fund Inst | 39,817.98 | 430,323.74 | 447,554.11 | 17,230.37 |
| Total Fixed Income Funds | <u>71,577.52</u> | <u>755,942.83</u> | <u>777,853.27</u> | <u>21,910.44</u> |
| BBH Core Select Fund Class N | 94833.474 | 1,250,000.00 | 1,645,360.72 | 395,360.72 |
| Longleaf Partners Small Cap Fund | 3,536.07 | 75,000.00 | 102,121.64 | 27,121.64 |
| Total Domestic Equity Fund | <u>98,369.54</u> | <u>1,325,000.00</u> | <u>1,747,482.36</u> | <u>422,482.36</u> |
| BBH International Equity Fund | 12,218.42 | 220,909.06 | 162,016.25 | (58,892.81) |
| Rowe T Price Intl Fds new Asia | 2,398.64 | 34,228.55 | 40,321.04 | 6,092.49 |
| Total International Equity Funds | <u>14,617.06</u> | <u>255,137.61</u> | <u>202,337.29</u> | <u>(52,800.32)</u> |
| Total Investments | <u>184,564.12</u> | <u>2,336,080.44</u> | <u>2,727,672.92</u> | <u>391,592.48</u> |

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|--|---------------------------------------|--|--------------------------|---------------------------------|------------------------------------|--------------|----------------------|------------|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/89 | Adj. basis as of 12/31/89 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | CGD-SEE ATTACHMENT PROPERTY TYPE: SECURITIES | | | | P | 40,594. | |
| 50,000. | | BBH BROAD MARKET FUND CL N PROPERTY TYPE: SECURITIES 47,776. | | | | P | 07/30/2007 | 04/27/2012 |
| | | BBH BROAD MARKET FUND CL N PROPERTY TYPE: SECURITIES 66,245. | | | | P | 07/30/2007 | 11/06/2012 |
| 70,000. | | 1,018 SHS WW GRAINGER 41,646. | | | | D | 12/20/2012 | 12/24/2012 |
| 201,306. | | | | | | | 159,660. | |
| TOTAL GAIN (LOSS) | | | | | | | <u>206,233.</u> | |

**Chelsea Groton Bank
Chelsea Groton Foundation
Gains/Losses on Investment Securities
2012**

| <u>Security Description</u> | <u>Purchase Date</u> | <u>Sale Date</u> | <u>Net Proceeds</u> | <u>Book Value</u> | <u>Gain/(Loss)</u> |
|--|--------------------------|----------------------|-------------------------|-------------------|--------------------|
| BBH Broad Market Fund CL N | 7/30/2007 | 4/27/2012 | 50,000 00 | 47,775 62 | 2,224 38 |
| BBH Broad Market Fund CL N | 7/30/2007 | 11/6/2012 | 70,000 00 | 66,245 20 | 3,754 80 |
| WW Grainger Stock (donated by CGB on 12/20/12) | 12/20/2012 | 12/24/2012 | 201,305 90 | 41,646 38 | 159,659 52 |
| | | | | | 0 00 |
| | | | <u>321,305 90</u> | <u>155,667 20</u> | <u>165,638 70</u> |

**7Chelsea Groton Bank
Chelsea Groton Foundation**

**Capital Gains Distributions
2012**

| <u>Security Description</u> | | <u>Distribution Date</u> | <u>Net Proceeds</u> | <u>Capital Gain Reinvestment Y/N</u> | <u>Gain/(Loss)</u> |
|-----------------------------|----|------------------------------|-------------------------|--|--------------------|
| Longleaf Partners Small Cap | ST | 11/9/2012 | 509 19 | N | 509 19 |
| Longleaf Partners Small Cap | LT | 11/9/2012 | 6,630 13 | N | 6,630 13 |
| Pimco Total Return Fund | ST | 12/12/2012 | 6,165 46 | N | 6,165 46 |
| Pimco Total Return Fund | LT | 12/12/2012 | 4,525 43 | N | 4,525 43 |
| BBH Core Select CL | LT | 12/17/2012 | 21,878 08 | N | 21,878 08 |
| T Rowe Price New Asia Fund | ST | 12/19/2012 | 23 99 | N | 23 99 |
| T Rowe Price New Asia Fund | LT | 12/19/2012 | 527 84 | N | 527 84 |
| BBH Limited Duration Fund | ST | 12/31/2012 | 275 35 | N | 275 35 |
| BBH Limited Duration Fund | LT | 12/31/12 | 58 30 | N | 58 30 |
| | | | <u>40,593 77</u> | | <u>40,593 77</u> |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|--|---|---------------------|--|--|
| ERIC JANNEY ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| HARRY COLONIS ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| LORI-ELLEN WESOLOWSKI ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| ROBERT NIDERNO ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| JEFFREY GODLEY ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| ZUZANNA OLSZEWSKI ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEESATTACHMENT 9 (CONT'D)

| <u>NAME AND ADDRESS</u> | <u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION</u> | <u>COMPENSATION</u> | <u>CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS</u> | <u>EXPENSE ACCT AND OTHER ALLOWANCES</u> |
|---|---|---------------------|--|--|
| MARY ELLEN JUKOSKI ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| MICHAEL RAUH ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| ANNE WILKINSON ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| ANNE L. OGDEN ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| DENISE STAPIENSKI ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| D. BEN BENOIT ONE FRANKLIN SQUARE NORWICH, CT 06360-5825 | TRUSTEE | 0 | 0 | 0 |
| GRAND TOTALS | | 0 | 0 | 0 |

ATTACHMENT 10

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

BOARD OF TRUSTEES

CHELSEA GROTON FOUNDATION
ONE FRANKLIN SQUARE
NORWICH, CT 06360
860-823-4800

ATTACHMENT 11

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

WRITTEN APPLICATION INCLUDING PROOF OF 501(C)(3) STATUS, MISSION STATEMENT, COMPLETE BUDGET FOR PROJECT DESCRIBED, COPY OF OPERATING BUDGET, AUDITED FINANCIAL STATEMENTS AND FORM 990.

ATTACHMENT 12

990PF, PART XV - SUBMISSION DEADLINES

GRANT APPLICATIONS ARE DUE IN MARCH AND SEPTEMBER FOR SPRING AND FALL AWARDS.

ATTACHMENT 13

990PF, PART XV - RESTRICTIONS OR LIMITATIONS ON AWARDS

THE FOUNDATION SUPPORTS SCIENTIFIC, EDUCATIONAL AND CHARITABLE
ORGANIZATIONS SERVING SOUTHEASTERN CONNECTICUT.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 14

| RECIPIENT NAME AND ADDRESS | RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT | | PURPOSE OF GRANT OR CONTRIBUTION | AMOUNT |
|--|--|--|--|-----------------|
| | | | | |
| SEE GRANT AWARD RECIPIENTS [ATCH 14-A] | N/A | | SEE GRANT AWARD RECIPIENTS [ATCH 14-A] | 123,600. |
| | PUBLIC CHARITIES | | | |
| TOTAL CONTRIBUTIONS PAID | | | | <u>123,600.</u> |

**Chelsea Groton Foundation
2012 Grant Award Recipients**

| Grant # | Organization | Mailing Address | Purpose | Grant Amount | Tax ID Number |
|----------------|--|---|---|---------------------|------------------------------------|
| 1213 | Adult Day Center of Westerly, Inc. | 5 Union Street Westerly, RI 02891 | To purchase the basic set of Memory Magic and the New Series Therapy Set to promote use of cognitive abilities of the participants as well as use of fine and gross motor skills | \$ 500.00 | 05-0385400 |
| 1206 | Big Brothers Big Sisters of Southeastern Connecticut | 1595 Hartford Tpke, Rt 85 Oakdale, CT 06370 | to expand one-to-one community based mentoring services to more fully meet the needs of children of prisoners in New London County | \$ 500.00 | 06-0812978 |
| 1219 | Central Baptist Church | 2 Union Square Norwich, CT 06360 | for purchase of food products and supplies necessary to provide meals to those in need on a recurring basis | \$ 1,000.00 | 06-0655498 |
| 1216 | Child & Family Agency of SE CT | 255 Hempstead Street New London, CT 06320 | to help pay for a portion of a teacher's salary | \$ 1,000.00 | 23-7212022 |
| 1217 | Denison Pequotsepos Nature Center | P. O. Box 122 Mystic, CT 06355 | to provide 45 environmental education programs, free of charge, to under-served preschools in New London County with emphasis on preschools in City of Groton, Norwich and New London areas | \$ 1,000.00 | 06-0884024 |
| 1203 | Eastern Connecticut Housing Opportunities, Inc. | 228 State Street, Suite 5 New London, CT 06320 | to help offset a portion of the administrative costs for a down payment assistance loan program for low-income, first-time homebuyers in New London County | \$ 2,000.00 | 06-1275523 |
| 1214 | Emancipation Proclamation Commemoration Committee | 100 Broadway Norwich, CT 06360 | to create a 4'6" round bronze plaque bearing an inscription from the Emancipation Proclamation | \$ 1,000.00 | 06-6001888 City of Norwich |
| 1236 | Expressions Cultural Center, Inc. | P. O. Box 286 New London, CT 06320 | to pay for art materials used by the student and the salaries for the instructors for the program ArtVenture | \$ 500.00 | 27-0975144 |
| 1209 | Horizons, Inc. | P. O. Box 323 South Windham, CT 06266 | to support the "Summer Respite Strengthens Families Project 2012" to individuals with disabilities and their families who live in southeastern Connecticut | \$ 1,000.00 | 06-1013833 |
| 1229 | Lawrence & Memorial Hospital | 365 Montauk Avenue New London, CT 06320 | for a new proposed Happier, Healthier You Program | \$ 500.00 | 06-0646704 |
| 1207 | Local United Network to Combat Hunger (LUNCH) | P. O. Box 511 Mystic, CT 06355 | to expand the Community Outreach through the Arts Program and will be applied to the systems for publicizing and promoting the events produced | \$ 600.00 | 06-1530307 |
| 1226 | Mystic & Noank Library | 40 Library Street Mystic, CT 06355 | to purchase three Hewlett-Packard all-in-one computers as well as programs needed for basic computer functions | \$ 1,500.00 | 06-0709292 |
| 1215 | Mystic Area Shelter & Hospitality, Inc. | 119 High Street Mystic, CT 06355 | to support the scattered-site emergency shelter program for homeless families with children from southeastern Connecticut. | \$ 4,000.00 | 06-1536185 |
| 1245 | Mystic Art Association, Inc. | 9 Water Street Mystic, CT 06355 | to cover the direct costs of training and coordination of training for ten MAC faculty to receive CPR/First Aid training and for two additional MAC staff to received EpiPen and medication administration certifications | \$ 500.00 | 06-6000563 |
| 1233 | New London Community Meal Center, Inc. | 12 Montauk Avenue New London, CT 06320 | to help offset the pending utility expenses for gas and electricity | \$ 4,000.00 | 22-2768679 |
| 1202 | Norwich Safety Net Team | 80 Broadway Norwich, CT 06360 | to support three programs: the Golden Wishes Program, the Back Pack It To School Program, and the Pharmacy Funds | \$ 1,000.00 | 06-6001888 (City of Norwich) |

**Chelsea Groton Foundation
2012 Grant Award Recipients**

| Grant # | Organization | Mailing Address | Purpose | Grant Amount | Tax ID Number |
|----------------|---|--|--|---------------------|--|
| 1204 | Norwich Youth and Family Services | 80 Broadway Norwich, CT 06360 | to start a "Summer Jam and Learn" program | \$ 500.00 | 06-6001888 (City of Norwich) |
| 1246 | Odd Fellows Home of Connecticut | 235 Lestertown Road Groton, CT 06340 | used for the land development project | \$ 5,000.00 | 06-0646771 |
| 1242 | Pawcatuck Neighborhood Center, Inc. | 27 Chase Street Pawcatuck, CT 06379 | to purchase gasoline gift cards and SEAT bus passes so low-income clients can continue to get to their jobs. | \$ 3,000.00 | 06-1121511 |
| 1224 | Primera Iglesia Bautista Hispana | 35 Redden Avenue New London, CT 06320 | for College Access Program (CAP) which aims to increase New London's number of low-income and/or first-generation students entering and completing college | \$ 500.00 | 06-1048752 |
| 1212 | Reliance House Inc. | 40 Broadway Norwich, CT 06360 | to provide first time, one time clothing, transportation, certificate fees, licensing fees, and training and equipment purchases to assist people to successfully obtain jobs or re-enter the | \$ 3,000.00 | 06-1011343 |
| 1227 | Sacred Heart Educational Center | P. O. Box 691 Baltic, CT 06330 | to purchase color laser toner for four HP Color Laser printers and a HP Color Laser copier and a Brother Black Laser printer | \$ 500.00 | 53-0196617 U.S. Conference of Catholic Bishops |
| 1244 | Sexual Assault Crisis Center of Eastern Connecticut, Inc. | P. O. Box 24 Willimantic, CT 06226 | for salary expense for the Family Advocate/Crisis Counselor position | \$ 1,000.00 | 06-1033609 |
| 1221 | Thames Area Citizen Advocacy Program, Inc. | 80 Broadway Norwich, CT 06360 | for advocate and coordinator recruitment and training, facilitating additional matches between advocates and protégés, and providing protégés with any material possessions that might improve their quality of life | \$ 500.00 | 06-1279023 |
| 1232 | The Arc New London County | 125 Sachem Street Norwich, CT 06360 | to purchase building materials to provide a safe outdoor patio space in a Norwich neighborhood both for the Arc's participants and for members of | \$ 500.00 | 06-6010477 |
| 1230 | The Shoreline Soup Kitchens | P. O. Box 804 Essex, CT 06426 | to purchase supplemental fresh foods for distribution at the weekly Niantic food pantry | \$ 2,000.00 | 06-1412728 |
| 1208 | United Cerebral Palsy of Eastern Connecticut | 42 Norwich Road Quaker Hill, CT 06375 | be used towards the operating costs of the Disability Support Program | \$ 3,000.00 | 06-0792820 |
| 1211 | United Way of Southeastern Connecticut | P. O. Box 375 Gales Ferry, CT 06335 | to purchase nutritional food in order to support Gemma E. Moran United Way Labor Food Center | \$ 5,000.00 | 06-0771393 |
| 1220 | Waterford Country School, Inc. | P. O. Box 408 Quaker Hill, CT 06375 | to help construct a new multi-purpose facility, the Otto Graham Gymnasium | \$ 5,000.00 | 06-0861862 |
| 1243 | Westerly Area Rest Meals-WARM Inc. | 56 Spruce Street Westerly, RI 02891 | to help pay the salary of WARM's food service coordinator | \$ 2,000.00 | 22-2887878 |
| 1218 | Women's Center of Southeastern Connecticut, Inc. | 16 Jay Street New London, CT 06320 | to support the costs of providing a part-time Crisis Counselor in Norwich, Connecticut for 2012-2013 year | \$ 5,000.00 | 06-0950718 |
| 1241 | YMCA of Mystic Inc. | 1 Harry Austin Drive Mystic, CT 06355 | to provide the staff with the resources and training to offer high quality adventure based programming | \$ 500.00 | 06-0635382 |

**Chelsea Groton Foundation
2012 Grant Award Recipients**

| Grant # | Organization | Mailing Address | Purpose | Grant Amount | Tax ID Number |
|----------------|---|---|--|---------------------|----------------------|
| 1278 | Alliance for Living, Inc. | 154 Broad Street New London, CT 06320 | To produce and promote a unique presentation known as Positively Speaking utilizing interactive presentation format to educate attendees about AIDS and HIV. | \$ 500.00 | 06-1245514 |
| 1267 | Artreach, Inc. | 401 West Thames Street, Unit 702 Norwich, CT 06360 | Used for Artreach Transportation Fund which will provide door to door transportation to the programs members who reside in SE CT to participate in recreation, stress management activities, and community life. | \$ 500.00 | 22-2921497 |
| 1271 | Best Production Company, Inc. DBA Spirit of Broadway Theater | 24 Chestnut Street Norwich, CT 06360 | To help repair roof over construction shop area of theater which is in dire need of repair. | \$ 500.00 | 06-1427059 |
| 1268 | Bethsaida Community, Inc. | P. O. Box 913 Norwich, CT 06360 | To support Katie Blair House program in replacing old hot water heater system and repair any damage to building. | \$ 1,500.00 | 22-2816330 |
| 1256 | Catholic Charities, Diocese of Norwich | 331 Main Street Norwich, CT 06360 | Used for Emergency Basic Needs Assistance and Case Management Services program to individuals and families who are unable to meet their immediate basic needs. | \$ 2,000.00 | 06-0646609 |
| 1255 | Central Baptist Church | 2 Union Square Norwich, CT 06360 | To purchase food products and supplies necessary to provide meals to those in need. | \$ 1,700.00 | 06-0655498 |
| 1281 | Children's Museum of Southeastern Connecticut | 409 Main Street Niantic, CT 06357 | Used for a large-scale, wall mounted Light Bright exhibit to educate young visitors and their families on the importance of light and how we can manipulate it. | \$ 500.00 | 11-2113076 |
| 1289 | Community Foundation of Eastern Connecticut | 147 State Street New London, CT 06320 | Used toward a centralized community center offering comprehensive resources within a multi-purpose functional facility and be a focal point for community members. | \$ 1,000.00 | 06-1080097 |
| 1265 | Connecticut Radio Information System, Inc. | 315 Windsor Avenue Windsor, CT 06095 | To install internet radios in nine of the 14 assisted living and retirement homes which has potential to increase listeners by 900. | \$ 500.00 | 06-0987696 |
| 1252 | Furniture Bank of Southeastern Connecticut | P. O. Box 124 Gales Ferry, CT 06335 | To purchase beds and cribs. | \$ 2,000.00 | 55-0890897 |
| 1258 | Habitat for Humanity of Southeastern Connecticut | 377 Broad Street New London, CT 06320 | To support affordable housing activity for year 2013 with construction of 4 new homes and introduce home repair program. | \$ 4,000.00 | 06-1214680 |
| 1280 | Jonnycake Center of Westerly, Inc. | 23 Industrial Drive Westerly, RI 02891 | To support the Food Assistant Program for individuals accessing the food pantry from towns of Westerly, Charlestown, Hopkinton, & Richmond, Rhode Island | \$ 2,500.00 | 05-0367687 |
| 1276 | LEARN, Regional Multicultural Magnet School | 44 Hatchetts Hill Road Old Lyme, CT 06371 | To provide significant educational opportunity to approximately 25 fourth and fifth grade student to participate in the Nature's Classroom experience. | \$ 1,000.00 | 02-0635478 |
| 1266 | Malta, Inc. | 20 Grove Avenue Groton, CT 06340 | To purchase supplies for soup and sandwiches, socks, heating assistance, and toiletries to poor and homeless in Norwich, Groton, and New London | \$ 3,000.00 | 06-1554478 |
| 1282 | Martin House, Inc. | 201 West Thames Street Building 700 Norwich, CT 06360 | To provide three nutritious meals each day, seven days a week to Martin House residents. | \$ 5,000.00 | 06-1064857 |

| Chelsea Groton Foundation | | | | | |
|-----------------------------|--|--|--|--------------|---------------|
| 2012 Grant Award Recipients | | | | | |
| Grant # | Organization | Mailing Address | Purpose | Grant Amount | Tax ID Number |
| 1272 | Natchaug Hospital, Inc. | 189 Storrs Road Mansfield Center, CT 06250 | To help equip a vocational skills program in Norwich that will benefit students in grades 7-12 identified as emotionally disturbed and placed in approved special education program. | \$ 500.00 | 06-0966963 |
| 1286 | Neighborhood Music School, Inc. | 100 Audubon Street New Haven, CT 06510 | For Dancing with Parkinson's Program which provides physical, creative and social benefits of dance to adults suffering from debilitation due to Parkinson's Disease for clients in New London County. | \$ 500.00 | 06-0662152 |
| 1273 | New London Area Food Coalition, Inc. | 45 Broad Street New London, CT 06320 | To purchase food for clients. | \$ 2,000.00 | 06-1286474 |
| 1251 | Norwich Community Care Team | c/o Norwich Human Serv 80 Broadway Norwich, CT 06360 | To pay two staff people on duty each night at the City's Hospitality Center that acts as a safe, warm, dry place to house chronically homeless men and women in our community. | \$ 1,000.00 | 06-6001888 |
| 1274 | OIC (Opportunities Industrialization Center) of New London County | 106 Truman Street New London, CT 06320 | To support Employment Training Program which serves low-income and low-education adults who lack skills and resources to secure and maintain long-term full-time employment. | \$ 5,000.00 | 23-7066023 |
| 1264 | Riverfront Children's Center, Inc. | 476 Thames Street Groton, CT 06340 | To refurbish portion of existing licensed child care and education building to add another full classroom. | \$ 5,000.00 | 06-0732017 |
| 1279 | St. Vincent de Paul Place, Norwich | 120 Cliff Street Norwich, CT 06360 | To purchase food for their clients. | \$ 2,000.00 | 06-0687373 |
| 1284 | Society of St. Vincent de Paul Council of the United States | 111 High Street Westerly, RI 02891 | To aid organizations distribution of home heating oil to needy household in service area of Westerly, Bradford, Ashaway, Hopkinton, Pawcatuck and Stonington. | \$ 500.00 | 80-0621152 |
| 1253 | Southeastern Council on Alcoholism and Drug Dependence, Inc. (SCADD) | 37 Camp Mooween Road Lebanon, CT 06249 | Used for complete remodel and renovation of kitchen located in Altruism House. | \$ 2,500.00 | 06-0860926 |
| 1260 | Thames Area Citizen Advocacy Program, Inc. (TACAP) | 80 Broadway Norwich, CT 06360 | For advocate/protégé relationship which has resulted in improved involvement with other fellow residents and activities, better access to community healthcare, and allows residents to stay healthier longer. | \$ 500.00 | 06-1279023 |
| 1283 | Thames River Community Service, Inc. | One Thames River Place Norwich, CT 06360 | For Child Development Programming which provides support for children's special needs, their mental health wellness, and improved communication between parents and their children to help break cycle of domestic violence. | \$ 1,500.00 | 22-3096914 |
| 1257 | United Cerebral Palsy of Eastern Connecticut | 42 Norwich Road Quaker Hill, CT 06375 | Used for operating costs associated with Disability Support Program which provides support to underserved families who would receive little to no assistance in identifying and coordinating disability related services. | \$ 5,000.00 | 06-0792820 |
| 1254 | United Community and Family Services, Inc. | 47 Town Street Norwich, CT 06360 | To support the Health Smiles, Healthy Moms Program, a partnership of 4 community partner program that increases access to dental care for low-income pregnant women. | \$ 2,000.00 | 06-0653142 |

**Chelsea Groton Foundation
2012 Grant Award Recipients**

| Grant # | Organization | Mailing Address | Purpose | Grant Amount | Tax ID Number |
|----------------|--|--|---|---------------------|----------------------|
| 1263 | Westerly Senior Citizens Center Association | 39 State Street Westerly, RI 02891 | To support wages for Kitchen Employment Training program which helps provide participants basic skills in kitchen operation, resume reference, and small income that helps them get back on their feet. | \$ 500.00 | 06-6000576 |
| 1249 | William W. Backus Hospital | 326 Washington Street Norwich, CT 06360 | Used toward Community Connections Campaign, new Backus Plainfield Emergency Care Center, MyHealthDirect, Backus Community CareVan, and Targeted Care. | \$ 5,000.00 | 06-0250773 |
| 1259 | Women's Center of Southeastern Connecticut, Inc. | 16 Jay Street New London, CT 06320 | Used for Specific Assistance for Victims and Children Fund during 2012-2013 year which includes prescriptions, medical exams and equipment, documentation, and cell phones. | \$ 2,300.00 | 06-0950718 |
| 1270 | Work Vessels for Vets, Inc. | 145 Pearl Street Noank, CT 06340 | For laptops for every needy disabled veteran entering UCONN Entrepreneurship Bootcamp for Disabled Returning Veterans in 2012-2013 and increase capacity of volunteer Noank-based organization to meet fast-growing demand for assistance to disabled returning veterans from Iraq and Afghanistan. | \$ 1,500.00 | 26-3201760 |
| 1151 | American Legion Veterans Housing, Inc. | 7 South Main Street Jewett City, CT 06351 | To help restore and refurbish the LaFlamme-Kusek American Legion Post #15 into a facility that will provide direct care and support of homeless military Veterans in our community. | \$ 2,500.00 | 75-3265862 |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | TOTAL | \$123,600.00 | |
| | | | | | |
| | | | | | |