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**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation****2012**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

For calendar year 2012, or tax year beginning , 2012, and ending ,Watkinson Prisoners' Aid Society
c/o First Niagara Bk 100 Pearl St.
Hartford, CT 06103**A** Employer identification number
06-6059064**B** Telephone number (see the instructions)
860-293-4140**C** If exemption application is pending, check here ☐**D 1** Foreign organizations, check here ☐**2** Foreign organizations meeting the 85% test, check here and attach computation ☐**E** If private foundation status was terminated under section 507(b)(1)(A), check here ☐**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**G** Check all that apply ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change**H** Check type of organization. ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)
\$ 465,705.
J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify) (Part I, column (d) must be on cash basis)**Part I Analysis of Revenue and Expenses**

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

(a) Revenue and expenses per books**(b)** Net investment income**(c)** Adjusted net income**(d)** Disbursements for charitable purposes (cash basis only)**1** Contributions, gifts, grants, etc., received (att sch)**2** Ck ☒ if the foundn is not req to att Sch B**3** Interest on savings and temporary cash investments**4** Dividends and interest from securities

11,228.

11,228.

5a Gross rents**b** Net rental income or (loss)**6a** Net gain/(loss) from sale of assets not on line 10

1,127.

b Gross sales price for all assets on line 6a 10,450.**7** Capital gain net income (from Part IV, line 2)

1,127.

8 Net short-term capital gain**9** Income modifications**10a** Gross sales less returns and allowances**b** Less Cost of goods sold**c** Gross profit/(loss) (att sch)**11** Other income (attach schedule)**12 Total.** Add lines 1 through 11

12,355.

12,355.

0.

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 sch)**c** Other prof fees (attach sch) See St 1

4,102.

2,666.

1,436.

17 Interest**18** Taxes (attach schedule)(see instrs) See Stm 2

804.

34.

19 Depreciation (attach sch) 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

4,906.

2,700.

1,436.

25 Contributions, gifts, grants paid Part XV

20,450.

20,450.

26 Total expenses and disbursements. Add lines 24 and 25

25,356.

2,700.

0.

21,886.

27 Subtract line 26 from line 12:**a** Excess of revenue over expenses and disbursements

-13,001.

b Net investment income (if negative, enter -0-)

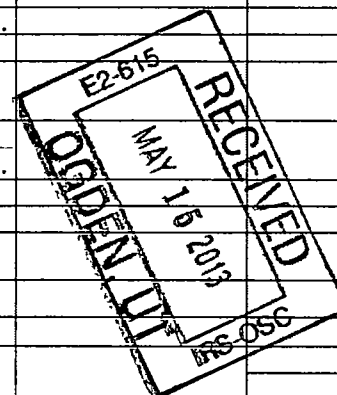
9,655.

c Adjusted net income (if negative, enter -0-)

0.

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ADMINISTRATIVE EXPENSES



Part II Balance Sheets		Beginning of year		End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
ASSETS	1 Cash — non-interest-bearing	21,339.	6,619.	6,619.		
	2 Savings and temporary cash investments					
	3 Accounts receivable					
	Less: allowance for doubtful accounts					
	4 Pledges receivable					
	Less: allowance for doubtful accounts					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach sch)					
	Less: allowance for doubtful accounts					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments — U.S. and state government obligations (attach schedule)					
	b Investments — corporate stock (attach schedule)	241,180.	241,925.	341,810.		
	c Investments — corporate bonds (attach schedule)	106,221.	107,195.	117,276.		
	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)	368,740.	355,739.	465,705.			
LIABILITIES	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, & other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe)					
	23 Total liabilities (add lines 17 through 22)	0.	0.			
NET FUND ASSETS BALANCES	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31.					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31.		X			
	27 Capital stock, trust principal, or current funds	368,740.	355,739.			
	28 Paid-in or capital surplus, or land, building, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
	30 Total net assets or fund balances (see instructions)	368,740.	355,739.			
	31 Total liabilities and net assets/fund balances (see instructions)	368,740.	355,739.			

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	368,740.
2 Enter amount from Part I, line 27a	2	-13,001.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	355,739.
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	355,739.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE SCHEDULE		P		
b CAPITAL GAIN DIST AND CLASS ACTION SETTLE		P		
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 9,408.		9,323.	85.
b 1,042.			1,042.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			85.
b			1,042.
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	1,127.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	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 (column (b) divided by column (c))
2011	22,167.	461,032.	0.048081
2010	21,960.	427,121.	0.051414
2009	22,619.	389,759.	0.058033
2008	26,204.	464,345.	0.056432
2007	25,238.	542,135.	0.046553

2 Total of line 1, column (d)	2	0.260513
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	0.052103
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	458,745.
5 Multiply line 4 by line 3	5	23,902.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	97.
7 Add lines 5 and 6	7	23,999.
8 Enter qualifying distributions from Part XII, line 4	8	21,886.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary — see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	193.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	193.
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	193.
6 Credits/Payments			
a 2012 estimated tax pmts and 2011 overpayment credited to 2012	6 a	400.	
b Exempt foreign organizations — tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	400.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	207.	
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ☐ Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>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.</i>		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 ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		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? <i>If 'Yes,' attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		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? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) N/A		
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 <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	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)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>FIRST NIAGARA BANK</u> Telephone no <u></u> Located at <u>100 PEARL STREET HARTFORD CT</u> ZIP + 4 <u>06103</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <u>N/A</u> and enter the amount of tax-exempt interest received or accrued during the year <u>15</u> <u>N/A</u>			
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 <u></u>	16		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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No		
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1 b	N/A
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?	1 c	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? ☐ Yes ☒ No If 'Yes,' list the years <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u>		
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.)	2 b	N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u> <u>20</u> <u></u>		
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No		
b If 'Yes,' did it have excess business holdings in 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.)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

Organizations relying on a current notice regarding disaster assistance check here

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

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

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

If 'Yes' to 6b, file Form 8870

7 a 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

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 3		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

0

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

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

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	0.

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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	1 a	465,731.
b	Average of monthly cash balances	1 b	
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	465,731.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	465,731.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	6,986.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	458,745.
6	Minimum investment return. Enter 5% of line 5	6	22,937.

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	22,937.
2a	Tax on investment income for 2012 from Part VI, line 5	2 a	193.
b	Income tax for 2012. (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	193.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	22,744.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	22,744.
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	22,744.

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	1 a	21,886.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	21,886.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	21,886.

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				22,744.
2 Undistributed income, if any, as of the end of 2012.				
a Enter amount for 2011 only			19,883.	
b Total for prior years: 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2012.				
a From 2007				
b From 2008				
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e.	0.			
4 Qualifying distributions for 2012 from Part XII, line 4 ▶ \$ 21,886.				
a Applied to 2011, but not more than line 2a			19,883.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2012 distributable amount				2,003.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2011. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				20,741.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year SEE STATEMENT 5				
Total			▶ 3 a	20,450.
b Approved for future payment				
Total			▶ 3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclu- sion 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					
4	Dividends and interest from securities			14	11,228.	
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	1,127.	
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)				12,355.	
13	Total. Add line 12, columns (b), (d), and (e)				13	12,355.

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

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

[illegible]

WATKINSON PRISONERS' AID SOCIETY

06-6059064

STATEMENT 1
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	\$ 4,102.	\$ 2,666.		\$ 1,436.
TOTAL	\$ 4,102.	\$ 2,666.	\$ 0.	\$ 1,436.

STATEMENT 2
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BALANCE 2010 FED TAX	\$ 370.			
FED ESTIMATED TAX	400.			
FOREIGN TAXES WITHHELD	34.	\$ 34.		
TOTAL	\$ 804.	\$ 34.	\$ 0.	\$ 0.

STATEMENT 3
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
JOHN A. BERMAN, ESQ. 970 FARMINGTON AVE. WEST HARTFORD, CT 06127	PRESIDENT & CEO 1.00	\$ 0.	\$ 0.	\$ 0.
STEPHEN D. WOODRUFF 11 COUNTRY CLUB DRIVE WEST SIMSBURY, CT 06092	TREASURER 1.00		0.	0.
WALTER ALDAVE 62 HIGHLAND STREET WEST HARTFORD, CT 06119	SECRETARY 1.00		0.	0.
SUSAN KELLY, CPA 11 VARDON ROAD WEST HARTFORD, CT 06117	TRUSTEE 1.00		0.	0.
ELAINE SAVIN 1011 MOUNTAIN ROAD BLOOMFIELD, CT 06002	TRUSTEE 1.00		0.	0.

WATKINSON PRISONERS' AID SOCIETY

06-6059064

STATEMENT 3 (CONTINUED)
FORM 990-PF, PART VIII, LINE 1
LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER	
WALTER ALDAVE 62 HIGHLAND STREET WEST HARTFORD, CT 06119	TRUSTEE 1.00	\$ 0.	\$ 0.	\$ 0.	
MYLES N. HUBBARD 690 PROSPECT AVENUE HARTFORD, CT 06105	TRUSTEE 1.00	0.	0.	0.	
MS. MARCIA M.C. PETERSON 30 HARWICH LANE WEST HARTFORD, CT 06117	TRUSTEE 1.00	0.	0.	0.	
MS. DOLLY GOLDFARB 79 BELKNAP RD. WEST HARTFORD, CT 06117	TRUSTEE 1.00	0.	0.	0.	
MS. BOBETTE REED KAHN DEER HILL, RR 1 EAST HAMPTON, CT 06424	TRUSTEE 1.00	0.	0.	0.	
MS. ELAINE TITLE LOWENGARD 727 PROSPECT AVE. WEST HARTFORD, CT 06105	TRUSTEE 1.00	0.	0.	0.	
		TOTAL \$	0.	\$ 0.	\$ 0.

STATEMENT 4
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:
NAME: JOHN BERMAN, ESQ
CARE OF:
STREET ADDRESS: 970 FARMINGTON AVENUE
CITY, STATE, ZIP CODE: WEST HARTFORD, CT 06127
TELEPHONE:
E-MAIL ADDRESS:
FORM AND CONTENT: NORMAL GRANT APPLICATION FORMAT.
SUBMISSION DEADLINES: DECEMBER 1ST EACH YEAR
RESTRICTIONS ON AWARDS: AMOUNTS NORMALLY UNDER \$20,000. GEOGRAPHICAL AREA -
CONNECTICUT. OTHER FACTORS: FOR REHABILITATION OF FORMER
PRISONERS.

WATKINSON PRISONERS' AID SOCIETY

06-6059064

**STATEMENT 5
FORM 990-PF, PART XV, LINE 3A
RECIPIENT PAID DURING THE YEAR**

<u>NAME AND ADDRESS</u>	<u>DONEE RELATIONSHIP</u>	<u>FOUND- ATION STATUS</u>	<u>PURPOSE OF GRANT</u>	<u>AMOUNT</u>
COMMUNITY SOLUTIONS, INC. 310 COLLINS STREET HARTFORD, CT 06105		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	\$ 4,500.
YOUTH CHALLENGE OF CONNECTICUT, INC. 15-17 MAY STREET HARTFORD, CT 06105		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	2,500.
CONNECTICUT RENAISSANCE 350 FAIRFIELD AAVENUE BRIDGEPORT, CT 06604		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	3,750.
BRIDGEPORT COUNCIL OF CHURCHES 180 FAIRFIELD AVENUE BRIDGEPORT, CT 06604		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	3,200.
THE CONNECTION, INC. 955 SOUTH MAIN STREET MIDDLETOWN, CT 06457		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	3,000.
FAMILIES IN CRISIS 30 ARBOR STREET HARTFORD, CT 06106		PUBLIC	PUBLIC CHARITY - CHARITABLE PURPOSES	3,500.
TOTAL				\$ <u>20,450.</u>

ACCT 681D CF0076
FROM 01/01/2012
TO 12/31/2012

FIRST NIAGARA BANK, N A
STATEMENT OF CAPITAL GAINS AND LOSSES
WATKINSON PRISONERS AID SOCIETY IMA

PAGE 36

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TRUST YEAR ENDING 12/31/2012

TAX PREPARER CHET
TRUST ADMINISTRATOR 44
INVESTMENT OFFICER 22

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	TERM	NC
3 0000 APPLE INC - 037833100 - MINOR = 43							
SOLD		07/24/2012	1803 40				
ACQ	3 0000	04/03/2008	1803 40				
50 0000 COMCAST CORP-SPECIAL CL A - 20030N200 - MINOR = 43				457 53	1345 87	LT15	Y
SOLD		07/24/2012	1544 96				
ACQ	50 0000	06/14/2004	1544 96				
3333 KRAFT FOODS GROUP INC - 50076Q106 - MINOR = 43				951 86	593 10	LT15	Y
SOLD		10/12/2012	15 68				
ACQ	3333	08/24/2007	15 68				
205 7610 FIDELITY ADV EMERG MARKET-I - 315920249 - MINOR = 61				11 39	4 29	LT15	Y
SOLD		12/20/2012	4407 40				
ACQ	205 7610	01/26/2011	4407 40				
150 0000 WEATHERFORD INTNTL LTD - H27013103 - MINOR = 54				5000 00	-592 60	LT15	Y
SOLD		12/20/2012	1636 96				
ACQ	150 0000	07/24/2009	1636 96				
				2902 33	-1265 37	LT15	Y
TOTALS			9408 40	9323.11	85.29	LONG-TERM	

SUMMARY OF CAPITAL GAINS/LOSSES

FEDERAL	SHORT TERM	LONG TERM 28%	LONG TERM 15%	ST WASH SALE	LT WASH SALE	1250 GAIN
NONCOVERED FROM ABOVE	0 00	0 00	85 29	0 00	0 00	0 00*
COVERED FROM ABOVE	0 00	0 00	0 00	0 00	0 00	
COMMON TRUST FUND	0 00	0 00	0 00			0 00
CAPITAL GAIN DIVIDENDS	189 69	0 00	850 35			0 00
	189 69	0.00	935 64	0 00	0.00	0 00
STATE						
NONCOVERED FROM ABOVE	0 00	0 00	85.29	0 00	0 00	0.00*
COVERED FROM ABOVE	0 00	0.00	0 00	0 00	0 00	
COMMON TRUST FUND	0.00	0 00	0 00			0.00
CAPITAL GAIN DIVIDENDS	189 69	0 00	850 35			0 00
	189 69	0 00	935 64	0 00	0 00	0 00

* - 1250 GAIN DETAILED ON TRANS PAGES, NOT ABOVE

CAPITAL LOSS CARRYOVER

FEDERAL	0 00	0 00
CONNECTICUT	N/A	N/A

CAP GAIN DIV
SHORT-TERM 189.69
LONG-TERM 852.07
1041.76

Asset Detail Section

WATKINSON PRISONERS AID SOCIETY

Statement of Value and Activity

October 1, 2012 - December 31, 2012

Asset Detail

Description	Shares/Par Value	Tax Cost	Current Price	Market Value	Est. Ann. Income	Current Yield
Cash & Equivalents						
Money Market						
Federated Gov Obl TX Mgd-I	6,568.75	\$6,568.75	1.00	\$6,568.75	\$0.70	0.01%
		\$6,568.75		\$6,568.75	\$0.70	
Cash						
Cash		\$0.00		\$50.00	\$0.00	
		\$0.00		\$50.00	\$0.00	
Total Cash & Equivalents		\$6,568.75		\$6,618.75	\$0.70	
Equity						
Consumer Discretionary						
Carmax Inc	75.00	\$1,401.41	37.54	\$2,815.50	\$0.00	0.00%
Comcast Corp-Special CL A	300.00	\$5,876.42	35.92	\$10,776.00	\$195.00	1.81%
Disney Walt Co New	200.00	\$4,168.98	49.79	\$9,958.00	\$150.00	1.51%
Ford Motor Co DEL 'new'	250.00	\$3,610.56	12.95	\$3,237.50	\$50.00	1.54%
Target Corp	150.00	\$4,207.50	59.17	\$8,875.50	\$216.00	2.43%
Wal Mart Stores Inc	100.00	\$4,676.66	68.23	\$6,823.00	\$159.00	2.33%
		\$23,941.53		\$42,485.50	\$770.00	
Consumer Staples						
CVS Caremark Corp	130.00	\$3,789.99	48.35	\$6,285.50	\$117.00	1.86%
Kraft Foods Group Inc	58.00	\$1,995.76	45.47	\$2,637.26	\$116.00	4.40%
Mondelez International Inc	175.00	\$3,714.05	25.45	\$4,454.31	\$91.00	2.04%
Pepsico Inc	100.00	\$3,713.00	68.43	\$6,843.00	\$215.00	3.14%

Asset Detail Section (continued)**Statement of Value and Activity**

October 1, 2012 - December 31, 2012

Description	Shares/Par Value	Tax Cost	Current Price	Market Value	Est. Ann. Income	Current Yield
Procter & Gamble Co	150.00	\$6,182.95	67.89	\$10,183.50	\$337.20	3.31%
		\$19,395.75		\$30,403.57	\$876.20	
Energy						
Chevron Corporation	75.00	\$2,511.75	108.14	\$8,110.50	\$270.00	3.33%
Devon Energy Corporation New	75.00	\$2,402.00	52.04	\$3,903.00	\$60.00	1.54%
Exxonmobil Corp	100.00	\$5,280.73	86.55	\$8,655.00	\$228.00	2.63%
		\$10,194.48		\$20,668.50	\$558.00	
Financials						
Bank of America Corp	140.00	\$2,479.40	11.61	\$1,625.40	\$5.60	0.34%
Goldman Sachs Group Inc	15.00	\$2,316.15	127.56	\$1,913.40	\$30.00	1.57%
JP Morgan Chase & Co	150.00	\$2,396.25	43.97	\$6,595.37	\$180.00	2.73%
Peoples United Financial, Inc	150.00	\$2,281.50	12.09	\$1,813.50	\$96.00	5.29%
SEI Investments Company	200.00	\$3,486.41	23.34	\$4,668.00	\$64.00	1.37%
T Rowe Price Group Inc	50.00	\$2,726.90	65.12	\$3,255.86	\$68.00	2.09%
Wells Fargo & Co	300.00	\$7,138.00	34.18	\$10,254.00	\$264.00	2.57%
		\$22,824.61		\$30,125.53	\$707.60	
Health Care						
Abbott Labs	150.00	\$6,574.13	65.50	\$9,825.00	\$84.00	0.85%
Dentsply International Inc	60.00	\$2,366.86	39.61	\$2,376.60	\$13.20	0.55%
Johnson & Johnson	100.00	\$3,156.75	70.10	\$7,010.00	\$244.00	3.48%
Medtronic Inc	100.00	\$5,088.06	41.02	\$4,102.00	\$104.00	2.53%
Schein Henry Inc	75.00	\$3,752.12	80.42	\$6,031.50	\$0.00	0.00%
Stryker Corp	75.00	\$3,270.75	54.82	\$4,111.50	\$79.50	1.93%
TEVA Pharmaceutical Inds LTD ADR	150.00	\$4,594.15	37.34	\$5,601.00	\$120.60	2.15%

Asset Detail Section (continued)

Statement of Value and Activity

October 1, 2012 - December 31, 2012

Description	Shares/Par Value	Tax Cost	Current Price	Market Value	Est. Ann. Income	Current Yield
Thermo Fisher Scientific Inc	100 00	\$5,394.20	63.78	\$6,378.00	\$60.00	0.94%
		\$34,197.02		\$45,435.60	\$705.30	
Industrials						
Emerson Elec Co	125 00	\$1,908.21	52.96	\$6,620.00	\$205.00	3.10%
General Electric Corp	300 00	\$3,893.42	20.99	\$6,297.00	\$228.00	3.62%
United Technologies Corp	100 00	\$2,892.50	82.01	\$8,201.00	\$214.00	2.61%
3M Co	100 00	\$7,809.63	92.85	\$9,285.00	\$236.00	2.54%
		\$16,503.76		\$30,403.00	\$883.00	
Technology						
Adobe Sys Inc	150 00	\$4,718.18	37.68	\$5,652.00	\$0.00	0.00%
Apple Inc	17 00	\$2,592.69	532.17	\$9,046.94	\$180.20	1.99%
Cisco Systems Inc	200 00	\$3,133.43	19.65	\$3,929.88	\$112.00	2.85%
Intel Corp	200 00	\$1,828.62	20.62	\$4,124.00	\$180.00	4.36%
Intl. Business Machines Corp	50 00	\$4,061.79	191.55	\$9,577.50	\$170.00	1.77%
Microsoft Corp	200 00	\$5,680.36	26.71	\$5,341.94	\$184.00	3.44%
		\$22,015.07		\$37,672.26	\$826.20	
Materials						
Ecolab Inc	100 00	\$4,079.00	71.90	\$7,190.00	\$92.00	1.28%
Freeport-Mcmoran Copper and Gold Inc	50 00	\$2,624.19	34.20	\$1,710.00	\$62.50	3.65%
		\$6,703.19		\$8,900.00	\$154.50	
Total Equity		\$155,775.41		\$246,093.96	\$5,480.80	

Asset Detail Section (continued)

Statement of Value and Activity

October 1, 2012 - December 31, 2012

Description	Shares/Par Value	Tax Cost	Current Price	Market Value	Est. Ann. Income	Current Yield
Fixed Income Mutual Funds						
Fixed Income Mutual Funds						
Dodge & Cox Income Fund	2,233.70	\$27,500.00	13.86	\$30,959.11	\$1,081.11	3.49%
Vanguard GNMA Fund Adm	236.12	\$2,534.85	10.91	\$2,576.04	\$73.67	2.86%
Vanguard High Yield Corp-Adm	1,858.78	\$10,140.00	6.11	\$11,357.15	\$711.91	6.27%
Vanguard Interm Trm Bd Idx-Si	3,413.22	\$36,756.63	11.96	\$40,822.06	\$1,320.91	3.24%
Vanguard S/T Investment Grade Fd-Adm	2,914.30	\$30,263.59	10.83	\$31,561.84	\$740.23	2.34%
Total Fixed Income Mutual Funds						
		\$107,195.07		\$117,276.20	\$3,927.83	
International Mutual Funds						
International Mutual Funds						
Fidelity Diversified Intl Fund	1,007.35	\$28,154.48	29.94	\$30,160.18	\$459.35	1.52%
Total International Mutual Funds						
		\$28,154.48		\$30,160.18	\$459.35	
Other						
Other Assets						
Blackrock Strategic Income Opportunities Fund	1,024.59	\$10,000.00	10.10	\$10,348.36	\$348.36	3.37%
Vanguard Mid-Cap Index Fund	1,644.46	\$32,995.64	22.47	\$36,950.99	\$467.03	1.26%

Asset Detail Section (continued)

Statement of Value and Activity

October 1, 2012 - December 31, 2012

Description	Shares/Par Value	Tax Cost	Current Price	Market Value	Est. Ann. Income	Current Yield
Vanguard Small-Cap Index Fund	522.81	\$15,000.00	34.92	\$18,256.53	\$339.30	1.86%

Total Other

\$1,154.69

\$65,555.88

Total All Assets

\$11,023.37

\$355,689.35

\$465,704.97

CASH
INCOME CASH

6,618.75

65,689.75

EQUITIES
FIXED

34,810.02
117,276.20

241,925.53
107,125.07