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Form **990-PF**Department of the Treasury

Internal Revenue Service

N

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

Treated as a Private Foundation

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

2012

For calendar year 2012 or tax year beginning and ending Name of foundation A Employer identification number DONALD C. BRACE FOUNDATION 13-3442680 Number and street (or P O box number if mail is not delivered to street address) Room/suite B Telephone number c/oRobert A. Beer, 30 Maltbie Road (203) 426-3093 City or town, state, and ZIP code C If exemption application is pending, check here Newtown, CT 06470 Initial return G Check all that apply: Initial return of a former public charity D 1 Foreign organizations, check here Final return Amended return 2 Foreign organizations meeting the 85% test, check here and attach computation Address change Name change Section 501(c)(3) exempt private foundation Check type of organization: E If private foundation status was terminated Section 4947(a)(1) nonexempt charitable trust X Other taxable private foundation under section 507(b)(1)(A), check here I Fair market value of all assets at end of year | J | Accounting method: X Cash Accrual If the foundation is in a 60-month termination Other (specify) (from Part II, col (c), line 16) under section 507(b)(1)(B), check here 4178171. (Part I, column (d) must be on cash basis) ▶\$ Part | Analysis of Revenue and Expenses (d) Disbursements (b) Net investment (c) Adjusted net (a) Revenue and (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a)) for charitable purposes (cash basis only) expenses per books income ıncome N/A Contributions, gifts, grants, etc., received Check X If the foundation is not required to attach Sch. B Interest on savings and temporary cash investments 61. 61. Statement 90817. Dividends and interest from securities 90817. Statement 5a Gross rents b Net rental income or (loss) 307969 6a Net gain or (loss) from sale of assets not on line 10 b Gross sales price for all assets on line 6a 1367994. 307969 Capital gain net income (from Part IV, line 2) Net short-term capital gain Income modifications 10a Gross sales less returns and allowances C b Less Cost of goods sold 2013 c Gross profit or (loss) 1 11 Other income 1 39\8847 398847 12 Total. Add lines 1 through 11 32500. 16250. 16250. Compensation of officers, directors, trustees, etc Other employee salaries and wages: 15 Pension plans, employee benefits 16a Legal fees 6250. Stmt 3 12500. 6250. **b** Accounting fees 59137. 59137. Stmt 4 c Other professional fees 17 Interest 0. 507. 507 Stmt 5 18 Taxes Depreciation and depletion 20 Occupancy CANNED AUG 15 21 Travel, conferences, and meetings 22 Printing and publications 23 Other expenses
24 Total operating
expenses. Add
O 25 Contributions of 24 Total operating and administrative 22500. 104644 82144 expenses. Add lines 13 through 23 241000 241000. 25 Contributions, gifts, grants paid 26 Total expenses and disbursements. 263500. 345644 82144 Add lines 24 and 25 27 Subtract line 26 from line 12: 53203 2 Excess of revenue over expenses and disbursements 316703. b Net investment income (if negative, enter -0-) N/A c Adjusted net income (if negative, enter -0-)

Form 990-1

Cash - nor-mitrest-bearing 95873 285074	Б		Balance Sheets Attached schedules and amounts in the description	Beginning of year	End of	<u> </u>
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(must agree with end-of-year figure reported on prior year's return) 1 2899943 2 Enter amount from Part I, line 27a 2 53203 3 Other increases not included in line 2 (itemize) 3 0 4 Add lines 1, 2, and 3 4 2953146 5 Decreases not included in line 2 (itemize) 5 0	_	Tota	Last access or fund halanoge at heginning of year - Dart II. column (a) line	30	· · · · · · · · · · · · · · · · · · ·	
2 Enter amount from Part I, line 27a 2 53203 3 Other increases not included in line 2 (itemize) ► 3 0 4 Add lines 1, 2, and 3 4 2953146 5 Decreases not included in line 2 (itemize) ► 5 0	1			JU		2899943
3 Other increases not included in line 2 (itemize) ► 3 0 4 Add lines 1, 2, and 3 4 2953146 5 Decreases not included in line 2 (itemize) ► 5 0	•	•	-		 	
4 Add lines 1, 2, and 3 5 Decreases not included in line 2 (itemize) ▶ 5 0					— — — — — — — — — — — — — — — — — — —	
5 Decreases not included in line 2 (itemize) >						
						0.
				olumn (b), line 30		2953146.

Form 990-PF (2012) DONALD C. BRACE FOUNDATION

13-3442680

Page 2

Form **990-PF** (2012)

Part IV	Capital Gains	and Losses for	or Tax on Inv	restment	Income					
•		cribe the kind(s) of prarehouse; or commo				(b) Ho P - D -	ow acquired Purchase Donation	(c) [(m	Date acquired o., day, yr.)	(d) Date sold (mo., day, yr.)
1a MER	RILL LYNCH	840-17959)					10	/07/11	02/23/12
b MER	RILL LYNCH	840-17959)					01	/18/11	05/07/12
_c MER	RILL LYNCH	<u>840-17959</u>)					+	/03/04	05/01/12
	RILL LYNCH							03	<u>/15/12</u>	03/15/12
e MER	RILL LYNCH	840-96405	j			<u>l </u>		06	<u>/24/10</u>	06/29/12
(e)	Gross sales price	(f) Depreciation (or allow	I .	\ - ,	t or other basis xpense of sale				h) Gain or (loss plus (f) minus	
_a	53335.				6529					<u>-11957.</u>
_b	103488.				8475					18734.
_C	591588.				33018					<u>261401.</u>
_d	<u> 157896.</u>				15479					3104.
_e	461687.				42500	00.				<u> 36687.</u>
Compl	ete only for assets show	T							ns (Col. (h) gan but not less tha	
(i) F.	M.V. as of 12/31/69	(j) Adjuste as of 12/	I		cess of col. (1) col. (j), if any			Lo:	sses (from col.	(h))
<u>a</u>						_				<u>-11957.</u>
_b										18734.
<u> </u>										<u>261401.</u>
<u>d</u>		<u> </u>								3104.
_e		l					1			36687.
2 Capital	gain net income or (net c	apital loss) {	f gain, also enter ii f (loss), enter -0- i	n Part I, line i in Part I, line	7 7	}	2			307969.
3 Net sho	rt-term capital gain or (lo	ss) as defined in sec	tions 1222(5) and	(6):		\				
	also enter in Part I, line 8					 			/-	
If (loss) Part V	, enter -0- in Part I, line 8 Qualification I	lador Cootion	4040/0\ 60 = [7-44	Tow on Not	1	3		N/F	1
Was the fo	940(d)(2) applies, leave undation liable for the se foundation does not qu	ction 4942 tax on the alify under section 49	940(e). Do not com	plete this pa	rt.					Yes X No
1 Enter ti	he appropriate amount in	each column for eac	th year; see the ins	tructions bef	fore making any e	entries.				
Calenda	(a) Base period years r year (or tax year beginr	ung in) Adjust	(b) ed qualifying distri		Net value of no	(c) onchari			Dıstrı (col. (b) dı	(d) bution ratio vided by col. (c))
	2011			26984.			414138			.127248
	2010			7500.		_	426851			.086095
	2009			0500.			400918			.097401
	2008			8000.			554548			.093409
	2007		63	31300.			<u>686491</u>	18.	<u> </u>	.091960
	f line 1, column (d)								2	.496113
_	e distribution ratio for the ndation has been in exist	•		i line 2 by 5,	or by the number	r of yea	rs	-	3	.099223
4 Enter th	ne net value of noncharita	ble-use assets for 20)12 from Part X, lır	1е 5				_	4	4044902.
5 Multiply	/ line 4 by line 3								5	401347.
6 Enter 1	% of net investment inco	me (1% of Part I, line	e 27b)						6	3167.
7 Add line	es 5 and 6								7	404514.
	ualifying distributions fro								8	263500.
	is equal to or greater that Part VI instructions.	in line 7, check the bo	ox in Part VI, line 1	b, and comp	lete that part usin	ng a 1%	tax rate.			

Form 990-PF (2012) DONALD C. BRACE FOUNDA	ATION 13-344			Page 4
	(Section 4940(a), 4940(b), 4940(e), or 4948 - see	<u>ınstru</u>	CTIO	ns)
1a Exempt operating foundations described in section 4940(d)(2), check he				
	copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part	t V, check here 🕨 🔛 and enter 1%		63	34.
of Part I, line 27b				
c All other domestic foundations enter 2% of line 27b. Exempt foreign orga	anizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable for	oundations only. Others enter -0-)			<u>0.</u>
3 Add lines 1 and 2	3		63	34.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable for	foundations only. Others enter -0-)			0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or l	less, enter -0-		63	34.
6 Credits/Payments:				
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a 7500.			
b Exempt foreign organizations - tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c 8000.			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments. Add lines 6a through 6d	7		155	00.
8 Enter any penalty for underpayment of estimated tax. Check here if	f Form 2220 is attached 8			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount ow				
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the air			91	66.
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	9166. Refunded ▶ 11			0.
Part VII-A Statements Regarding Activities				
1a During the tax year, did the foundation attempt to influence any national,	state, or local legislation or did it participate or intervene in		Yes	No
any political campaign?	•	1a		X
b Did it spend more than \$100 during the year (either directly or indirectly)	for political purposes (see instructions for definition)?	1b		Х
If the answer is "Yes" to 1a or 1b, attach a detailed description of				
distributed by the foundation in connection with the activities	, ,			
c Did the foundation file Form 1120-POL for this year?		1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) i	imposed during the year:			
(1) On the foundation. \blacktriangleright \$ 0 • (2) On fou] 1		1
e Enter the reimbursement (if any) paid by the foundation during the year f				
managers. > \$ 0.	or political experience tax imposes on realitation			
2 Has the foundation engaged in any activities that have not previously bee	on reported to the IRS?	2		x
If "Yes," attach a detailed description of the activities	in reported to the into	_	<u> </u>	<u> </u>
3 Has the foundation made any changes, not previously reported to the IRS	S in its governing instrument, articles of incorporation, or			
bylaws, or other similar instruments? If "Yes," attach a conformed co		3		х
4a Did the foundation have unrelated business gross income of \$1,000 or m	-	4a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	4b		1
5 Was there a liquidation, termination, dissolution, or substantial contraction		5		Х
	bir during the year.			- 21
 If "Yes," attach the statement required by General Instruction T Are the requirements of section 508(e) (relating to sections 4941 through 	h 4045) catisfied either:		İ	
	n 4343) Saushed either.		İ	
 By language in the governing instrument, or By state legislation that effectively amends the governing instrument so 	o that no mandatory directions that conflict with the state law			
	o that no mandatory directions that connict with the state law	ا و		x
remain in the governing instrument?	Q	7	X	- <u>^</u>
7 Did the foundation have at least \$5,000 in assets at any time during the y	/ear /			ł
If "Yes," complete Part II, col. (c), and Part XV	and (and restaurations)			
8a Enter the states to which the foundation reports or with which it is registed	ered (see instructions)			
CT	OOO DE la tha Allamana Occasión de la company			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of For		۱	17	
of each state as required by General Instruction G? If "No," attach e.		8b	X	+
9 is the foundation claiming status as a private operating foundation within		_		
year 2012 or the taxable year beginning in 2012 (see instructions for Par		9	 	X
10 Did any persons become substantial contributors during the tax year? it:	"Yes " attach a schedule listing their names and addresses	10	I	ı X

orm	990-PF (2012) DONALD C. BRACE FOUNDATION	13-3442	680		Page 5
Pa	rt 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		<u>X</u>
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory p	rivileges?			
	If "Yes," attach statement (see instructions)		12		<u>X</u>
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ► N/A				
14	The books are in care of ▶ ROBERT A BEER Telephone no.	▶ <u>203-42</u>		<u>093</u>	
	Located at ► 30 Maltbie Road, NEWTOWN, CT	ZIP+4 ▶ 06	<u>470</u>		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here				
	and enter the amount of tax-exempt interest received or accrued during the year	15	N	/A	
16	At any time during calendar year 2012, did the foundation have an interest in or a signature or other authority over a bank,			Yes	No
	securities, or other financial account in a foreign country?		16	_	<u>X</u>
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign				
_	country				
Pa	rt VII-B Statements Regarding Activities for Which Form 4720 May Be Required		_		
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly):				
		es X No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from)	[32]			
		es X No			
		es X No			
		es L No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available	es X No			
	, ,	es LALINO			
	(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	es X No			
_	, , ,	es La Nu			
0	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations		1b		X
	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		10		
	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected				
·	before the first day of the tax year beginning in 2012?		1c		х
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation		"		
-	defined in section 4942(j)(3) or 4942(j)(5)):				
а	At the end of tax year 2012, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning	na			
		es X No			
	If "Yes," list the years				
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	t			
	valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attack				
	statement - see instructions.)	N/A	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.			Ì	
	>				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time				
	during the year?	es 🗓 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 at	ter		[
	May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to 0				
	of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule Control of the Inc.)		1]	
	Form 4720, to determine if the foundation had excess business holdings in 2012)	N/A	3b	<u> </u>	
	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	<u> </u>	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpos	e that			
	had not been removed from jeopardy before the first day of the tax year beginning in 2012?		4b		X
		For	m 990)-PF ((2012)

Form 990-PF (2012) DONALD C. BRACE FOUNDAT	ON		13-34426	80 Page 6		
Part VII-B Statements Regarding Activities for Which	Form 4/20 May Be I	Required (continu	ued)			
5a During the year did the foundation pay or incur any amount to:						
(1) Carry on propaganda, or otherwise attempt to influence legislation (section			s X No			
(2) Influence the outcome of any specific public election (see section 4955);	or to carry on, directly or indire		s X No			
any voter registration drive?	,					
(3) Provide a grant to an individual for travel, study, or other similar purposes		Ye	s X No			
(4) Provide a grant to an organization other than a charitable, etc., organization	on described in section					
509(a)(1), (2), or (3), or section 4940(d)(2)?		Ye	s X No			
(5) Provide for any purpose other than religious, charitable, scientific, literary	, or educational purposes, or t					
the prevention of cruelty to children or animals?		Ye	es 🗶 No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify un	ider the exceptions described	ın Regulations				
section 53.4945 or in a current notice regarding disaster assistance (see instr	uctions)?		N/A L	5b		
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 mainta	ned				
expenditure responsibility for the grant?	N	I/A.	es No	1		
If "Yes," attach the statement required by Regulations section 53.494	15-5(d).					
6a Did the foundation, during the year, receive any funds, directly or indirectly, to	pay premiums on					
a personal benefit contract?		Ye	es X No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a	personal benefit contract?		. (Sb 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?	Ye	s X No			
b If "Yes," did the foundation receive any proceeds or have any net income attrib	utable to the transaction?		N/A	7b		
Port VIII Information About Officers, Directors, Trust		anagers, Highly	7			
Paid Employees, and Contractors						
1 List all officers, directors, trustees, foundation managers and their		T				
(=) Name and address	(b) Title, and average hours per week devoted	(c) Compensation (If not paid,	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other		
(a) Name and address	to position	enter -0-)	compensation	allowances		
DONNA BRACE OGILVIE	TRUSTEE					
"ROCKLEDGES" 107 MEADOW ROAD						
RIVERSIDE , CT 06878	0.00	0.	0.	0.		
KATHARINE BUTLER	TRUSTEE					
110 FAUBEL STREET						
SARASOTA, FL 34242	0.00	0.	0.	<u> </u>		
KAREN SCHEID	TRUSTEE					
14 MOLOAA STREET						
HONOLULU, HI 96825	0.00	0.	0.	0.		
ROBERT A BEER	TRUSTEE					
30 MALTBIE ROAD						
NEWTOWN, CT 06470	8.00	32500.	0.	0.		
2 Compensation of five highest-paid employees (other than those in		, enter "NONE."	(4) 0 1 1 1 1 1 1			
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week	(c) Compensation	(d) Contributions to employee benefit plans and deferred	(e) Expense account, other		
(a) Name and address of each employee paid more than \$50,000	devoted to position	(C) compensation	compensation	allowances		
NONE						
	_					
	_					
	4					
		-				
	-					
Total number of other employees paid over \$50 000						
COTAT DUDONEL OF OBJECT EDUDONEES DAID OVER AND OUG				v		

orm 990-PF (2012) DONALD C. BRACE FOUNDATION		3442680 Page 7
Part VIII Information About Officers, Directors, Trustees, Foundation Paid Employees, and Contractors (continued)	n Managers, Highly	
3 Five highest-paid independent contractors for professional services. If none, enter "N	ONE."	
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
MERRILL LYNCH		
		59137.
	-	
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 number of organizations and other beneficiaries served, conferences convened, research papers produce		Expenses
N/A		
<u> </u>		
		<u> </u>
Part IX-B Summary of Program-Related Investments		
Describe the two largest program-related investments made by the foundation during the tax year on line	s 1 and 2.	Amount
N/A	<u></u>	
2		
		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3	<u> </u>	<u>0.</u>
		Form 990-PF (2012)

Р	art X · Minimum Investment Return (All domestic foundations must complete this part. Foreign four	ndations, s	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	3920392.
	Average of monthly cash balances	1b	186108.
	Fair market value of all other assets	1c	
	Total (add lines 1a, b, and c)	1d	4106500.
	Reduction claimed for blockage or other factors reported on lines 1a and		
	1c (attach detailed explanation) 1e 0.	İ	
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	4106500.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	61598.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4044902.
6	Minimum investment return Enter 5% of line 5	6	202245.
P	art XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations are foreign organizations check here and do not complete this part.)	id certain	
1	Minimum investment return from Part X, line 6	1	202245.
2a	Tax on investment income for 2012 from Part VI, line 5		
b	Income tax for 2012. (This does not include the tax from Part VI.)		
C	Add lines 2a and 2b	2c	6334.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	195911.
4	Recoveries of amounts treated as qualifying distributions	4	<u> </u>
5	Add lines 3 and 4	5	<u> 195911.</u>
6	Deduction from distributable amount (see instructions)	6	0.
7_	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	195911.
P	art XII Qualifying Distributions (see instructions)		
1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
а	Expenses, contributions, gifts, etc total from Part I, column (d), line 26	1a	263500.
b	Program-related investments - total from Part IX-B	1b	0.
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:		
а	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	263500.
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	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	263500.
	Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation 4940(e) reduction of tax in those years.	qualifies foi	the section

Form **990-PF** (2012)

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,		Tours prior to 2011		
line 7				195911.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:				
· , · ,		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007 297917.				
b From 2008 243317.				
c From 2009 190602.				
d From 2010 160119.				
e From 2011 319947.				
f Total of lines 3a through e	1211902.			
4 Qualifying distributions for 2012 from				
Part XII, line 4: ► \$ 263500.				
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior				
years (Election required - see instructions)		0.		
c Treated as distributions out of corpus				
(Election required - see instructions)	0.			10001
d Applied to 2012 distributable amount				195911.
e Remaining amount distributed out of corpus	67589.			
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:				
2 Corpus Add lines 3f, 4c, and 4e Subtract line 5	1279491.			
b Prior years' undistributed income. Subtract			, <u> </u>	
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 instr.			0 <u>.</u>	
f Undistributed income for 2012. Subtract				
lines 4d and 5 from line 1. This amount must				
be distributed in 2013				0.
7 Amounts treated as distributions out of				
corpus to satisfy requirements imposed by	_			
section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2007				
not applied on line 5 or line 7	297917.			
9 Excess distributions carryover to 2013.	20155			1
Subtract lines 7 and 8 from line 6a	981574.			
10 Analysis of line 9:				
a Excess from 2008 243317.				
b Excess from 2009 190602.				
c Excess from 2010 160119.				
d Excess from 2011 319947.				
e Excess from 2012 67589.				Form 000 PE (2012)

Form 990-PF (2012) DONALD	C. BRACE FO	UNDATION			-3442680 Page 1
Part XIV Private Operating F			I-A, question 9)	N/A	
1 a li the foundation has received a ruling o					
foundation, and the ruling is effective to	•	-		4040(3)(2) 25	74040(3)(5)
b Check box to indicate whether the found2 a Enter the lesser of the adjusted net		ng toundation described t		4942(j)(3) or	<u> 4942(j)(5)</u>
	Tax year (a) 2012	(b) 2011	Prior 3 years (c) 2010	(d) 2009	(e) Total
income from Part I or the minimum	(4) 2012	(0) 2011	(6) 2010	(4) 2003	(6) 10(8)
investment return from Part X for					
each year listed b 85% of line 2a	1		 		
c Qualifying distributions from Part XII,					
line 4 for each year listed					
d Amounts included in line 2c not					
	i				
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			<u> </u>		
(2) Value of assets qualifying					
under section 4942(j)(3)(B)(i) b "Endowment" alternative test - enter	<u> </u>				
2/3 of minimum investment return shown in Part X, line 6 for each year					
listed c "Support" alternative test - enter:					
• •					
 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				<u> </u>	
(4) Gross investment income Part XV Supplementary Info	rmation (Comple	to this part only	if the foundation	n had \$5 000 a	r more in accete
at any time during t			ii the loundatio	ni nau \$5,000 0	i iliore ili assets
					_
1 Information Regarding Foundation	-	Ab 00/ -f4b- 4-4-1		h . f d . t h . f t h	
a List any managers of the foundation wh			ributions received by t	ne toutidation before th	ie close of any tax
DONNA BRACE OGILVIE	ποτο τημη φοίουση. (σου τ	0011011 001 (0)(2).)			
b List any managers of the foundation who ther entity) of which the foundation ha			(or an equally large po	rtion of the ownership (of a partnership or
	and the second second second	···			
None		<u> </u>	<u> </u>		
2 Information Regarding Contribut		·	=		
	•	to preselected charitable	-		
the foundation makes gifts, grants, etc.	` 			Complete items Za, U,	o, and u.
a The name, address, and telephone num		on to whom applications s	snould be addressed:		
ROBERT A BEER, 203-4		470			
30 MALTBIE ROAD, NEW			hauld malu das	· · · · · · · · · · · · · · · · · · ·	
b The form in which applications should b			noula include:		
LETTRE Type of pro	gram to be	<u>r unaea</u>			
c Any submission deadlines:					
NONE	a guah as hu as a a a a a a	al arana sha-table fall	lundo of material = = = =	or other festers:	
d Any restrictions or limitations on awards NONE	s, such as by geographic	ai areas, charitable fields,	xinas of institutions, c	or other factors:	
MOME					
223601 12-05-12					Form 990-PF (2012
					: : /2012

3 Grants and Contributions Paid During the	ear or Approved for Future F	Payment		
Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of	Purpose of grant or contribution	Amount
Name and address (home or business)	or substantial contributor	recipient	Contribution	
a Paid during the year				
EE SCHEDULE ANNEXED				
				241000
				
Total			▶ 3a	241000
b Approved for future payment	·			
None				
None				
		<u> </u>	N 01	
Total			▶ 3b	0

Part XVI-A	Analysis of	Income-Producing	Activities

Enter gross amounts unless otherwise indicated.	Unrelated	business income		fed by section 512, 513, or 514	(e)	
·	(a) Business	(b) Amount	(C) Exclu- sion	(d) Amount	Related or exempt function income	
1 Program service revenue:	code	711104111	code	Amount		
a	-					
b	-					
<u> </u>						
d	l l					
f	-					
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments					61.	
4 Dividends and interest from securities					90817.	
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					307969.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a	_					
b	_					
C					<u></u>	
d	_					
e	-				200047	
12 Subtotal. Add columns (b), (d), and (e)	LL) .		398847.	
13 Total. Add line 12, columns (b), (d), and (e)				13	398847.	
(See worksheet in line 13 instructions to verify calculations.) Part XVI-B Relationship of Activities					<u></u>	

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).
	the foundation's exempt purposes (other than by providing funds for such purposes).
_	

orm 990 Part 2				DATION and Transactions a	and Relations		442680 charitable	9	age 13
	the organization directly or indi					ction 501(c) of		Yes	No
	Code (other than section 501(c				nizations?				
	nsfers from the reporting found	ation to a noncharitab	le exempt or	ganization of:					\ . .
	Cash						1a(1)		X
, ,	Other assets						1a(2)		X
	er transactions: Sales of assets to a noncharita	ible evemet erganizati	on.				1b(1)		x
٠,,	Purchases of assets from a no	, ,					1b(1)	 	X
٠.	Rental of facilities, equipment,	· ·	gamzanon				1b(3)		X
٠,,	Reimbursement arrangements						1b(4)		X
	Loans or loan guarantees						1b(5)		Х
	Performance of services or me	embership or fundrais	ing solicitatio	ns			1b(6)		Х
	aring of facilities, equipment, ma						1c		X
d If ti	ne answer to any of the above is	"Yes," complete the fo	ollowing sche	dule. Column (b) should alv	ways show the fair	market value of the go	ods, other ass	sets,	
or :	services given by the reporting f	oundation. If the foun	dation receiv	ed less than faır market valı	ie in any transactio	on or sharing arrangem	ent, show in		
	umn (d) the value of the goods,								
a) Line n	o (b) Amount involved	(c) Name of		e exempt organization	(d) Description	on of transfers, transactions	s, and sharing ar	rangeme	ents
	-		N/A						
								.	
			<u> </u>						
	-				-				
		1							
	_								
2a Ist	he foundation directly or indirec	tly affiliated with, or re	elated to, one	or more tax-exempt organi	zations described			_	_
	section 501(c) of the Code (othe		3)) or in sect	tion 527?			Yes	LX	No.
b If "	Yes," complete the following sch			(h) Time of average to a	· · · · · · · · · · · · · · · · · · ·	(a) Description of role	transhin		
	(a) Name of org	janization		(b) Type of organization		(c) Description of rela	illonsinp		
	N/A								
					-				
				-	 				
-	Under penalties of perjury, I declare	that I have examined this	return, includin	ı ıg accompanyıng schedules and	statements, and to the	e best of my knowledge	May the IRS	digana-	thie
Sign	and belief, it is true, correct, and co	mplete Declaration of pre	parer (other tha	n taxpayer) is based on all inform	nation of which prepar	rer has any knowledge	return with the	e prepa	rer
Here	Robert A	Benn		8-1-13	TRUST	EE	Yes] No
	Signature of officer or trustee			Date	Title				
	Print/Type preparer's na	ame	Preparer's s	ignature	Date	Check If F	PTIN		

Paid
Print/Type preparer's name
Preparer's signature
Preparer's signature
Preparer Use Only

Prim's name ▶ Robert A Beer Attorney at Law LLC

Firm's address ▶ 30 Maltbie Road
Newtown, CT 06470

Paid
Preparer's signature
Date
S-1-13

Polek ☐ if self-employed
PO1466472
Po1466472
Prim's EIN ▶ 56-2498505

Phone no. 203-426-3093

Form 990-PF Interest on Sav	ings a	nd Tem	porary C	ash I	nvestments'	Statement	1
Source						Amount	
BNY MELLON IRS							10. 51.
Total to Form 990-PF, Part I	, line	3, Co	lumn A				61.
Form 990-PF Dividence	ds and	Inter	est from	Secu	rities	Statement	2
Source		Gross	Amount		ital Gains ividends	Column (A Amount	.)
MERRILL LYNCH 840-17959 MERRILL LYNCH 840-17959 MERRILL LYNCH 840-96405	-		90623. 35. 159.		0. 0. 0.		23. 35. 59.
Total to Fm 990-PF, Part I,	ln 4		90817.		0.	908	17.
Form 990-PF	Acc	counti	ng Fees			Statement	3
Description	Expe	a) nses Books	(b) Net Inverse Inc		(c) Adjusted Net Incom		
Accounting To Form 990-PF, Pg 1, ln 16b	12,5	00.	6,250	,	-0-	6,250	,
=	Other	Profes	sional F	ees		Statement	4
							
Description	Expe	a) nses Books	(b) Net Inverse Inc		(c) Adjusted Net Incom		
Merrill Lynch Investment Advisor To Form 990-PF, Pg 1, ln 16c	59,1	37.	59,137.		-0-	-0-	

Form 990-PF	Тах	es			Statement	5
Description	(a) Expenses Per Books	(b) Net Inve ment Inc		(c) Adjusted Net Incom		
FOREIGN INCOME TAX	507.	-	507.			0.
To Form 990-PF, Pg 1, ln 18	507.		507.			0.
Form 990-PF	Other	Assets			Statement	6
Description		ning of k Value		of Year k Value	Fair Marke Value	t
CORPORATE STOCKS & BONDS		2804470.		2668072.	38930	97.
To Form 990-PF, Part II, line	e 15	2804470.		2668072.	38930	97.

DONALD C. BRACE FOUNDATION IDENTIFICATION NO. 13-3442680 2012 FORM 990-PF

Page 11, Part XV, Line 3, Charitable Contributions Paid

3-1	Assets School Scholarship Fund	\$ 5,000.00
5-2	Community Foundation of Teton Valley	25,000.00
5-2	Westhampton Cultural Consortium	15,000.00
5-12	Assets School	150,000.00
6-11	The Community Foundation of Teton Valley	15,000.00
8-29	The Torch Relay for Children –	•
	Miracle network Hospitals	1,000.00
12-5	Teton Valley Community School	10,000.00
12-5	Sonoma Land Trust	20,000.00
		\$241,000.00

Note:

Besides the gifts for specific purposes set forth in the above schedule, the Brace Foundation makes grants for the general purposes of the entities which are public charities. The funds can be used in the discretion of the institutions where the need is the greatest.

DONALD C. BRACE FOUNDATION IDENTIFICATION NO. 13-3442680 2012 FORM 990-PF

Page 2, Part 11, Balance Sheets Lines 10b and 10c Investments

		(b)	(c)
Merrill Lynd	ch Account No. 840-17959		
1,000 shs.	Abbott Laboratories.	\$ 46,220.00	\$ 65,500.00
800 shs.	ADT Corp.	17,827.27	37,192.00
2,000 shs.	Altria Group, Inc	17,421.60	62,880.00
1,200 shs.	Anheuser-Busch Inbev. ADR	69,663.96	104,892.00
800 shs.	Becton Dickinson Co.	48,904.56	62,552.00
1,500 shs.	Berkshire Hathaway	112,571.12	134,550.00
641 shs.	BP PLC SPON ADR	26,577.21	26,691.24
500 shs.	Caterpillar, Inc. DEL	44,008.97	44,804.25
2,400 shs.	Coca Cola	51,405.36	87,000.00
2,973 shs.	CSX Corp.	69,709.42	58.657.29
1,400 shs.	Disney (Walt) Co.	36,147.18	69,706.00
1,500 shs.	EatonCorp.	77,858.40	81,270.00
1,800 shs.	Emerson Electric Co.	60,321.60	95,328.00
2,200 shs.	Exxon Mobil Corp.	98,193.69	190,410.00
6,000 shs.	General Electric	138,701.30	125,940.00
1,500 shs.	Honeywell Intl., Inc. Del.	45,648.59	95,205.00
3,000 shs.	Intel Corp.	59,520.00	61,860.00

1

800 shs.	International Business Machines Corp.	19,605.94	153,240.00
2,300 shs.	Johnson and Johnson	26,133.64	161,230.00
3,600 shs.	JP Morgan Chase	144,650.10	158,288.77
2,493 shs.	KLA Tencor Corp. pv \$0.001	85,987.64	119,065.68
1,133 shs.	Kraft Food Group, Inc.	39,142.60	51,517.51
1,040 shs.	McDonalds Corp.	59,104.76	91,738.40
2,500 shs.	Merck & Co., Inc.	78,858.59	102,350.00
3,600 shs.	Microsoft Corp.	101,889.55	96,154.93
3,400 shs.	Mondelez International, Inc.	72,427.79	86,540.88
1,800 shs.	Nike, Inc. Class B	45,599.49	92,880.00
1,746 shs.	Paccar, Inc.	71,148.45	78,936.66
4,000 shs.	Pfizer, Inc.	9,891.49	100,317.20
1,600 shs.	Philip Morris Intl. Inc.	31,758.72	133,824.00
1,000 shs.	Precision Castparts	22,353.34	189,420.00
1,190 shs.	Procter & Gamble Co.	58,713.05	80,789.10
1,800 shs.	RPM International	34,116.30	52,848.00
1,600 shs.	Tyco Intl. Ltd. Namen-Akt	27,259.11	46,800.00
400 shs.	Union Pacific Corp.	38,193.88	50,288.00
500 shs.	Veeco Instruments, Inc.	26,077.48	14,745.00
750 shs.	YUM Brands, Inc.	31,623.45	_49,800.00
		\$2,045,235.60	\$3,315,211.91

Merrill Lynch Account No. 840-96405

1,000 shs.	Bank of America	\$ 47,836.31	\$ 11,610.00
10,000 shs.	GDM ARN Issuer BARC	100,000.00	78,300.00
7,500 shs.	Oil SVCS ARN BARC	75,000.00	78,375.00
10,000 shs.	SX5E STEPUP Issuer HSBC	100,000.00	99,600.00
10,000 shs.	Taiwan CLIRN Issuer BARC	100,000.00	93,000.00
20,000 shs.	RICI CLIRN ISS BAC	200,000.00	217,000.00
		\$622,836.31	\$577,885.00
		\$622,836.31	\$577,885.00
RECAPITU	LATION:	\$622,836.31	\$577,885.00
	LATION: n Account No. 840-17959	\$622,836.31 \$2,045,235.60	\$577,885.00 \$3,315,211.91
Merrill Lyncl		, and the second	ŕ

Form **8868**

(Rev January 2013)

Department of the Treasury Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

OMB No 1545-1709

Form 8868 (Rev 1-2013)

 $\triangleright \mathbf{X}$ If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form) Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868 Electronic filing (e-file). You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www irs.gov/efile and click on e-file for Charities & Nonprofits. Automatic 3-Month Extension of Time. Only submit original (no copies needed). A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns Type or Name of exempt organization or other filer, see instructions. Employer identification number (EIN) or print 13-3442680 DONALD C. BRACE FOUNDATION File by the Number, street, and room or suite no. If a P O box, see instructions Social security number (SSN) due date for filing your c/oRobert A. Beer, 30 Maltbie Road instructions City, town or post office, state, and ZIP code For a foreign address, see instructions 06470 Newtown, CT 0 4 Enter the Return code for the return that this application is for (file a separate application for each return) **Application** Return **Application** Return Is For Code Is For Code Form 990 or Form 990-EZ Form 990-T (corporation) 07 01 80 Form 990-BL 02 Form 1041-A Form 4720 (individual) 03 Form 4720 09 Form 990-PF 04 Form 5227 10 Form 990-T (sec. 401(a) or 408(a) trust) Form 6069 05 Form 990-T (trust other than above) 06 Form 8870 12 ROBERT A BEER The books are in the care of ▶ 30 Maltbie Road - NEWTOWN, CT 06470 Telephone No. ► 203-426-3093 FAX No If the organization does not have an office or place of business in the United States, check this box If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ___ If this is for the whole group, check this box | If it is for part of the group, check this box | and attach a list with the names and EINs of all members the extension is for I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until August 15, 2013 , to file the exempt organization return for the organization named above. The extension is for the organization's return for ► X calendar year 2012 or tax year beginning ____ , and ending If the tax year entered in line 1 is for less than 12 months, check reason: Initial return Change in accounting period If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any 15500. nonrefundable credits. See instructions За If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and 7500. estimated tax payments made. Include any prior year overpayment allowed as a credit. 3b Balance due. Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions Caution. If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

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For Privacy Act and Paperwork Reduction Act Notice, see instructions.