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Form 990-PF

## Return of Private Foundation

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

2012

Open to Public  
Inspection

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 01-01-2012 , and ending 12-31-2012

Name of foundation Bill and Ann Bresnan Foundation Inc		<b>A</b> Employer identification number 20-0765497
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd		<b>B</b> Telephone number (see instructions) (800) 839-1754
City or town, state, and ZIP code Wilmington, DE 198091377		<b>C</b> If exemption application is pending, check here <input checked="" type="checkbox"/> <input type="checkbox"/>
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>D</b> 1. Foreign organizations, check here <input checked="" type="checkbox"/> <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input checked="" type="checkbox"/> <input type="checkbox"/>
<b>H</b> 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		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input checked="" type="checkbox"/> <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input checked="" type="checkbox"/> <input type="checkbox"/>
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$</b> 2,058,553	<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	(Part I, column (d) must be on cash basis.)

<b>Part I</b> Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>Revenue</b>	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	116	116		
	4 Dividends and interest from securities. . . . .	78,578	78,578		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	13,060			
	b Gross sales price for all assets on line 6a 902,137				
	7 Capital gain net income (from Part IV, line 2) . . .		13,060		
	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 or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	91,754	91,754		
<b>Operating and Administrative Expenses</b>	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .				
	c Other professional fees (attach schedule) . . . . .	17,646	17,646		
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,483	4		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	13,929	28	13,901	
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	33,058	17,678	13,901	
	25 Contributions, gifts, grants paid. . . . .	386,000		386,000	
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	419,058	17,678	399,901	
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-327,304			
	b <b>Net investment income</b> (if negative, enter -0-) . . .		74,076		
	c <b>Adjusted net income</b> (if negative, enter -0-) . . .				

	Part II Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1 Cash—non-interest-bearing . . . . .					
	2 Savings and temporary cash investments . . . . .		116,053	85,304	85,304	
	3 Accounts receivable ►					
	Less allowance for doubtful accounts ►					
	4 Pledges receivable ►					
	Less allowance for doubtful accounts ►					
	5 Grants receivable . . . . .					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 15 of the 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 . . . . .					
	10a Investments—U S and state government obligations (attach schedule)		65,265	54,180	54,539	
	b Investments—corporate stock (attach schedule) . . . . .		1,330,626	1,006,406	1,174,272	
	c Investments—corporate bonds (attach schedule) . . . . .		684,096	722,846	744,438	
	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)		2,196,040	1,868,736	2,058,553		
Liabilities	17 Accounts payable and accrued expenses . . . . .					
	18 Grants payable . . . . .					
	19 Deferred revenue . . . . .					
	20 Loans from officers, directors, trustees, and other disqualified persons . . . . .					
	21 Mortgages and other notes payable (attach schedule) . . . . .					
	22 Other liabilities (describe ► _____)					
	23 Total liabilities (add lines 17 through 22) . . . . .			0		
	<b>Foundations that follow SFAS 117, check here ► <input type="checkbox"/></b> <b>and complete lines 24 through 26 and lines 30 and 31.</b>					
	24 Unrestricted . . . . .					
	25 Temporarily restricted . . . . .					
	26 Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/></b> <b>and complete lines 27 through 31.</b>					
	27 Capital stock, trust principal, or current funds . . . . .					
	28 Paid-in or capital surplus, or land, bldg , and equipment fund . . . . .					
	29 Retained earnings, accumulated income, endowment, or other funds . . . . .		2,196,040	1,868,736		
30 Total net assets or fund balances (see page 17 of the instructions) . . . . .		2,196,040	1,868,736			
31 Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .		2,196,040	1,868,736			

**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	2,196,040
2	Enter amount from Part I, line 27a . . . . .	2	-327,304
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,868,736
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	1,868,736

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1 a</b>	Publicly-traded Securities			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)
<b>a</b>	902,137		889,077	13,060
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>				13,060
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }		<b>2</b> 13,060
<b>3</b>	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 }		<b>3</b>

**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 page 18 of 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	499,130	2,390,212	000 208822
2010	699,002	2,893,347	000 241589
2009	1,271,246	1,859,878	000 683510
2008	6,227,792	2,754,636	002 260840
2007	364,610	6,612,025	000 055143
<b>2</b>			<b>2</b> 003 449904
<b>3</b>	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		<b>3</b> 000 689981
<b>4</b>	Enter the net value of noncharitable-use assets for 2012 from Part X, line 5.		<b>4</b> 2,092,752
<b>5</b>	Multiply line 4 by line 3.		<b>5</b> 1,443,959
<b>6</b>	Enter 1% of net investment income (1% of Part I, line 27b).		<b>6</b> 741
<b>7</b>	Add lines 5 and 6.		<b>7</b> 1,444,700
<b>8</b>	Enter qualifying distributions from Part XII, line 4.		<b>8</b> 399,901

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

**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,482
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
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	1,482
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	1,482
6	<b>Credits/Payments</b>			
a	2012 estimated tax payments and 2011 overpayment credited to 2012	6a	1,144	
b	Exempt foreign organizations—tax withheld at source . . . . .	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	338	
d	Backup withholding erroneously withheld . . . . .	6d		
7	Total credits and payments Add lines 6a through 6d. . . . .	7		1,482
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9		
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10		
11	Enter the amount of line 10 to be <b>Credited to 2013 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11		

**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 any political campaign? . . . . .		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .		Yes	No
	<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>			
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .		Yes	No
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? . . . . .		Yes	No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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> . . . . .		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		Yes	No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .		Yes	No
	<i>If "Yes," attach the statement required by General Instruction T.</i>			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either		Yes	
	● 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? . . . . .			
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/>			
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? <i>If "No," attach explanation.</i>		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .		Yes	No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		Yes	No

**Part VII-A Statements Regarding Activities (continued)**

11		No
12		No
13	Yes	

Website address ►

14 The books are in care of ►co Foundation Source Telephone no ►(800) 839-1754  
 Located at ►501 Silverside Road Suite 123 Wilmington DE ZIP+4 ►198091377

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►

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? . . . . . ► 16

See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ►

**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? ► 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? ► Yes <input checked="" type="checkbox"/> No		
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ► Yes <input checked="" type="checkbox"/> No		
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ► 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)? ► 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). ► Yes <input checked="" type="checkbox"/> No		
1b 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 page 20 of the instructions)? . . . . . Organizations relying on a current notice regarding disaster assistance check here. ►	1b	
1c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? . . . . .	1c	No
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
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 <input checked="" type="checkbox"/> No If "Yes," list the years ► 20____, 20____, 20____, 20____	2a	
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) . . . . .	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 ► 20____, 20____, 20____, 20____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► Yes <input checked="" type="checkbox"/> No	3a	
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). . . . .	3b	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	No
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2012? . . . . .	4b	No

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

<p><b>5a</b> During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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). . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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)? . . . . .</p> <p>Organizations relying on a current notice regarding disaster assistance check here. . . . . <input type="checkbox"/></p> <p><b>c</b> 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? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i> <input checked="" type="checkbox"/></p> <p><b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . . <input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p><b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><b>b</b> If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .</p>	<p><b>5b</b></p> <p><b>6b</b></p> <p><b>7b</b></p>	<p><b>No</b></p>
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**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)**

2. List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
<b>(a)</b> Name and address	<b>(b)</b> Title, and average hours per week devoted to position	<b>(c)</b> Compensation <b>(If not paid, enter -0-)</b>	<b>(d)</b> Contributions to employee benefit plans and deferred compensation	<b>(e)</b> Expense account other allowances
Jennifer Benedict	Sec / Treas / Dir 001 00	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809				
Ann Bresnan	Pres / Dir 001 00	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809				
Patrick Bresnan	Dir 001 00	0		
Foundation Source 501 Silverside Rd Wilmington, DE 19809				

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

**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"**

## **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.

1	
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.

1	
2	
All other program-related investments See page 24 of the instructions	
3	

**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 1,973,390
b	Average of monthly cash balances. . . . .	1b 151,231
c	Fair market value of all other assets (see instructions). . . . .	1c 0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d 2,124,621
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 2,124,621
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions) <input checked="" type="checkbox"/> . . . . .	4 31,869
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5 2,092,752
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6 104,638

**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. . . . .	1 104,638
2a	Tax on investment income for 2012 from Part VI, line 5. . . . .	2a 1,482
b	Income tax for 2012 (This does not include the tax from Part VI ). . . . .	2b
c	Add lines 2a and 2b. . . . .	2c 1,482
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3 103,156
4	Recoveries of amounts treated as qualifying distributions. . . . .	4
5	Add lines 3 and 4. . . . .	5 103,156
6	Deduction from distributable amount (see instructions). . . . .	6
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7 103,156

**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 <input checked="" type="checkbox"/> . . . . .	1a 399,901
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4 399,901
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6 399,901

**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
<b>1</b> Distributable amount for 2012 from Part XI, line 7				103,156
<b>2</b> Undistributed income, if any, as of the end of 2012				
<b>a</b> Enter amount for 2011 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2012				
<b>a</b> From 2007. . . . .	62,647			
<b>b</b> From 2008. . . . .	6,091,212			
<b>c</b> From 2009. . . . .	1,178,358			
<b>d</b> From 2010. . . . .	555,666			
<b>e</b> From 2011. . . . .	381,354			
<b>f Total of lines 3a through e. . . . .</b>	8,269,237			
<b>4</b> Qualifying distributions for 2012 from Part XII, line 4 ► \$ _____ 399,901				
<b>a</b> Applied to 2011, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .				
<b>d</b> Applied to 2012 distributable amount. . . . .				103,156
<b>e</b> Remaining amount distributed out of corpus	296,745			
<b>5</b> Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a).)				
<b>6</b> Enter the net total of each column as indicated below:	8,565,982			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b . . . . .				
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2011 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
<b>f</b> Undistributed income for 2012 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2013 . . . . .				0
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .				
<b>8</b> Excess distributions carryover from 2007 not applied on line 5 or line 7 (see instructions) . . . . .	62,647			
<b>9</b> Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a . . . . .	8,503,335			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2008. . . . .	6,091,212			
<b>b</b> Excess from 2009. . . . .	1,178,358			
<b>c</b> Excess from 2010. . . . .	555,666			
<b>d</b> Excess from 2011. . . . .	381,354			
<b>e</b> Excess from 2012. . . . .	296,745			

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

1a	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. <input type="text"/>			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
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 organization 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) )

Ann Bresnan

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

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

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

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

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

c Any submission deadlines

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

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

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)				
<b>a Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	386,000
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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



**Form 990PF Part XV Line 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)				
<b>a Paid during the year</b>				
BOYS HOPE GIRLS HOPE OF NEW YORK INC LASALLE HALL 367 CLERMONT AVE BROOKLYN, NY 11238	N/A	509a1	General Unrestricted	10,000
BREAST CANCER ALLIANCE INC 48 MAPLE AVE GREENWICH, CT 06830	N/A	509a1	General Unrestricted	10,000
BRIDGEPORT ROMAN CATHOLIC DIOCESAN CTR 238 JEWETT AVE BRIDGEPORT, CT 06606	N/A	509a1	Bridgeport Diocese Inner City Catholic Schools	100,000
COPE CHILDREN'S TRUST LARK RISE FAIRMEADOWS WAY LOUGHBOROUGH, LEIESTERSHIRE LE11 UK	N/A	Other	Expenditure Responsibility Grant	50,000
FIVER CHILDRENS FOUNDATION INC 519 8TH AVE 24TH FL NEW YORK, NY 10028	N/A	509a1	General Unrestricted	25,000
FONDATION FESTIVAL FILM JAKMEL RTE DE MEYER JACMEL HA	N/A	Other	Expenditure Responsibility Grant	25,000
INNER-CITY FDN FOR CHARITY & EDUCATION INC 238 JEWETT AVE BRIDGEPORT, CT 06606	N/A	509a1	General Unrestricted	25,000
JACS PACK INC 9 EDWARDS LN E BLUE POINT, NY 11715	N/A	509a1	General Unrestricted	2,000
LOST TREE VILLAGE CHARITABLE FOUNDATION 11555 LOST TREE WAY N PALM BEACH, FL 33408	N/A	509a1	General Unrestricted	15,000
MALTA HOUSE INC 5 PROWITT ST NORWALK, CT 06855	N/A	509a1	General Unrestricted	5,000
MANKATO AREA FOUNDATION 220 E MAIN ST STE 5 MANKATO, MN 56001	N/A	509a1	Boy in Blue Memorial	5,000
PATHWAYS INC 175 MILBANK AVE GREENWICH, CT 06830	N/A	509a1	General Unrestricted	10,000
PROJECT NIGHT NIGHT 1800 GOUGH ST STE 5 SAN FRANCISCO, CA 94109	N/A	509a1	General Unrestricted	2,000
PROSTATE CANCER FOUNDATION 1250 4TH ST SANTA MONICA, CA 90401	N/A	509a1	Weill Cornell Prostate Cancer Research Program Under the Direction of Dr David Nanus	100,000
WOMENS JUSTICE INITIATIVE INC PO BOX 669004 MIAMI SPRINGS, FL 33266	N/A	509a1	General Unrestricted	2,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>386,000</b>

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2012 Expenditure Responsibility Statement

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
Cope Children's Trust dba Rainbows	Lark Rise Loughborough Leicestershire LE11 2HS UK	2009-04-16	100,000	Construction of a corridor joining the bedroom wing with the therapies block	100,000	Not to the knowledge of the grantor	8/17/10 and 6/13/12		None necessary
Cope Children's Trust dba Rainbows	Lark Rise Loughborough Leicestershire LE11 2HS UK	2011-04-06	50,000	To provide funding for nursing care services	50,000	Not to the knowledge of the grantor	6/29/12		None necessary
Cope Children's Trust dba Rainbows	Lark Rise Loughborough Leicestershire LE11 2HS UK	2012-08-07	50,000	To provide funding nursing care services for Young Peoples Day Care Program		Not to the knowledge of the grantor	Report Expected in 2013		None necessary
Fondation Festival Film Jakmel dba	Route de Meyer Jacmel HA	2010-12-21	10,000	To help fund the Cine Lekol Project	10,000	Not to the knowledge of the grantor	2/15/13		None necessary
Fondation Festival Film Jakmel dba	Route de Meyer Jacmel HA	2011-12-02	15,000	To fund the salary for teachers in the audiovisual language and technology program	15,000	Not to the knowledge of the grantor	2/15/13		None necessary
Fondation Festival Film Jakmel dba	Route de Meyer Jacmel HA	2012-08-06	25,000	To help fund the Cine Lekol Project		Not to the knowledge of the grantor	Report Expected in 2013		None necessary

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2012 Gain/Loss from Sale of Other Assets Schedule

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
Publicly-traded Securities					902,137	889,077			13,060	

## TY 2012 General Explanation Attachment

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

**TY 2012 Investments Corporate  
Bonds Schedule**

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
ALCOA INC - 6.150 - 02/15/2011	21,439	21,843
ALTRIA GROUP INC 9.700 11/10/2018	12,241	12,635
AMERICAN TOWER CORP - 4.500 - 01/15/2018	24,918	27,405
AVNET INC NT 6.625 09/15/2016	28,718	28,233
AVON PRODUCTS INC NOTE - 6.500 - 03/01/2019	5,653	5,394
BEST BUY INC NT - 5.500 - 03/15/2021	27,484	25,425
BMC SOFTWARE - 7.250 - 06/01/2018	11,984	11,665
BMC SOFTWARE 4.500 - 12/01/22	14,885	15,304
BRINKER INTL INC NT - 5.750 - 06/01/2014	26,500	26,445
CENTURYLINK INC NOTE - 6.450 - 06/15/2021	27,007	27,625
CONSTELLATION BRANDS INC - 7.250 - 05/15/2017	27,100	29,437
DELUXE CORP SR NT 7.000 - 03/15/2019	26,807	26,438
DONNELLEY R R SONS CO NT 6.125 01/15/2017	31,537	29,024
EXPEDIA INC DEL - 5.950 - 08/15/2020	25,337	27,815
FISERV INC SR NOTES 06.86000 11/20/2017	23,325	24,326
GAP INC - 5.950 - 04/12/2021	23,513	28,601
HERTZ CORP SR NT - 6.750 - 04/15/2019	26,138	27,625
HUMANA INC NOTE CALL MAKE WHOLE - 7.20000 - 06/15/2018	6,043	6,144
HUMANA INC NOTES 6.450 06/01/2016 MAKE WHOLE	16,803	17,105
INTERPUBLIC GROUP INC-10.00-7/15/2017	22,998	22,000
INTL GAME TECHNOLOGY - 7.500 - 06/15/2019	24,001	23,826
JANUS CAP GROUP INC - 6.700 - 06/15/2017	27,421	28,476
L-3 COMMUNICATIONS CORP - 5.200 - 10/15/2019	22,752	22,805
LEXMARK INTL INC - 6.650 - 06/01/2018	27,314	27,286
LIMITED BRANDS INC NT - 6.900 - 07/15/2017	21,700	22,950
MASCO CORP BD - 6.125 - 10/03/2016	25,675	27,614
SCOTTS MIRACLE GRO CO - 7.25 - 01/15/2018	5,425	5,375
SEAGATE TECH - 6.800 - 10/01/2016	25,502	28,125
TYCO ELECTRONICS GROUP S A 6.55 10/01/2017	11,782	12,033
VALMONT INDUSTRIES INC - 6.625 - 04/20/2020	21,733	23,646

<b>Name of Bond</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
VERISK ANALYTICS - 4.125 - 09/12/2022	5,030	5,120
VERISK ANALYTICS INC - 4.875 - 01/15/2019	14,856	16,074
WAMU MORTGAGE SER 2003-S6 CL 1A-4.50-07/25/2018	8,888	8,818
WASHINGTON MUTUAL 2003-S1 5.500 04/25/2033	17,705	17,579
WILLIS NORTH AMERICA - 07.000 - 09/29/2019	5,913	5,864
WILLIS NORTH AMERICA INC CR SENS-6.20-03/28/2017	26,719	28,358

**TY 2012 Investments Corporate  
Stock Schedule**

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

<b>Name of Stock</b>	<b>End of Year Book Value</b>	<b>End of Year Fair Market Value</b>
175 shares of AMERICAN EXPRESS CO	7,491	10,059
44 shares of APPLE INC.	14,903	23,415
1436 shares of AQR DIVERSIFIED ARBITRAGE FUND CLASS N	15,848	15,814
400 shares of ARIAD PHARMACEUTICALS, INC	7,990	7,672
8697 shares of ARTIO GLOBAL HIGH INCOME FUND CLASS A	92,772	90,801
12600 shares of ARTISAN INTERNATIONAL VALUE FUND INVESTOR SHS	310,112	382,779
250 shares of BANK NEW YORK MELLON CORP COM	6,548	6,425
325 shares of BRISTOL-MYERS SQUIBB CO	11,081	10,592
200 shares of CABOT OIL GAS CORP	5,898	9,948
250 shares of CENOVUS ENERGY INC	7,921	8,385
100 shares of CHEVRON CORP	8,172	10,814
250 shares of CHURCH DWIGHT COMMON	10,151	13,393
225 shares of DANAHER CORP	10,205	12,578
225 shares of DOVER CORP	13,884	14,785
425 shares of DUNKIN BRANDS GROUP INC	12,600	14,102
100 shares of EDWARDS LIFESCIENCES	7,188	9,017
425 shares of EMC CORP-MASS	10,771	10,753
100 shares of EOG RESOURCES INC	9,574	12,079
225 shares of ESTEE LAUDER COMPANIES INC	12,308	13,469
250 shares of EXPRESS SCRIPTS HOLDING CO.	12,745	13,500
125 shares of FISERV INC	7,141	9,879
225 shares of FMC TECHS INC COM	9,923	9,637
500 shares of GENERAL ELECTRIC CO	9,121	10,495
2244 shares of HARDING, LOEVNER FUNDS, INC. EMERGING MARKETS PORT	108,267	108,742
65 shares of INTERNATIONAL BUSINESS MACHINES	9,147	12,451
300 shares of LENNAR CORP	4,708	11,601
275 shares of LIMITED BRANDS INC	11,363	12,942
275 shares of LUXOTTICA GP SPA	8,251	11,371
120 shares of MCDONALDS CORP	8,789	10,585
1257 shares of MERGER FUND-SBI	20,022	19,898

Name of Stock	End of Year Book Value	End of Year Fair Market Value
250 shares of MOODYS CORP	7,512	12,580
225 shares of NESTLE S.A.	12,188	14,663
225 shares of NOVARTIS AG ADR	12,498	14,243
75 shares of OCCIDENTAL PETROLEUM CORP	6,065	5,746
200 shares of OMNICOM GROUP	8,192	9,992
325 shares of ORACLE CORP	9,513	10,829
100 shares of PEPSICO INC	6,485	6,843
350 shares of PFIZER INC.	6,925	8,778
75 shares of PRAXAIR INC.	7,054	8,209
70 shares of PRECISION CASTPARTS	10,165	13,259
75 shares of ROPER INDUSTRIES NEW COMMON	6,179	8,361
200 shares of SCHLUMBERGER LTD	13,056	13,860
200 shares of SIRONA DENTAL SYSTEMS INC	9,677	12,892
375 shares of SOTHEBYS	11,505	12,608
1392 shares of SPDR DJ WILSHIRE INT	50,080	57,558
73 shares of SPDR SP 500 ETF TRUST	8,070	10,396
250 shares of TOLL BROTHERS INC	8,052	8,083
450 shares of TYCO INTERNATIONAL LTD.	11,064	13,163
150 shares of VARIAN MEDICAL SYSTEMS INC	8,106	10,536
275 shares of WALT DISNEY HOLDINGS CO.	9,126	13,692

## TY 2012 Other Expenses Schedule

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	13,901			13,901
Bank Charges	28	28		

## TY 2012 Other Professional Fees Schedule

**Name:** Bill and Ann Bresnan Foundation Inc

**EIN:** 20-0765497

**Software ID:** 12000057

**Software Version:** 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	17,646	17,646		

## TY 2012 Taxes Schedule

**Name:** Bill and Ann Bresnan Foundation Inc**EIN:** 20-0765497**Software ID:** 12000057**Software Version:** 12.15.422.1

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Estimated Tax for 2012	1,100			
Foreign Tax Paid	4	4		
IRS Excise Tax Payment with 1st ext 990-PF	379			