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

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

2012

Open to public inspection

For calendar year 2012 or tax year beginning **JUL 1, 2012**, and ending **JUN 30, 2013**

Name of foundation THE MAXIMILIAN E. AND MARION O. HOFFMAN FOUNDATION, INC.		A Employer identification number 22-2648036
Number and street (or P.O. box number if mail is not delivered to street address) 970 FARMINGTON AVENUE	Room/suite 203	B Telephone number 860-521-2949
City or town, state, and ZIP code WEST HARTFORD, CT 06107		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 62,472,604. (Part I, column (d) must be on cash basis.)	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received			N/A	
	2 Check ☒ if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	1,677.	1,677.		STATEMENT 1
	4 Dividends and interest from securities	1,117,524.	1,117,524.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	2,228,334.			
	b Gross sales price for all assets on line 6a	13,755,953.			
	7 Capital gain net income (from Part IV, line 2)		2,228,334.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less return and allowances				
Operating and Administrative Expenses	b Less cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	807,201.	720,466.		STATEMENT 3
	12 Total. Add lines 1 through 11	4,154,736.	4,068,001.		
	13 Compensation of officers, directors, trustees, etc	391,300.	231,845.		159,455.
	14 Other employee salaries and wages	63,400.	31,700.		31,700.
	15 Pension plans, employee benefits	112,916.	112,916.		0.
	16a Legal fees STMT 4	1,000.	1,000.		0.
	b Accounting fees STMT 5	16,125.	16,125.		0.
	c Other professional fees STMT 6	293,300.	293,300.		0.
	17 Interest				
	18 Taxes STMT 7	31,383.	17,521.		12,362.
	19 Depreciation and depletion	1,072.	0.		
	20 Occupancy	41,024.	0.		0.
	21 Travel, conferences, and meetings	257.	257.		0.
	22 Printing and publications				
	23 Other expenses STMT 8	23,675.	11,641.		12,034.
	24 Total operating and administrative expenses. Add lines 13 through 23	975,452.	716,305.		215,551.
	25 Contributions, gifts, grants paid	2,942,191.			2,942,191.
	26 Total expenses and disbursements. Add lines 24 and 25	3,917,643.	716,305.		3,157,742.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	237,093.			
	b Net investment income (if negative, enter -0-)		3,351,696.		
	c Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing		3.	3.
	2 Savings and temporary cash investments	283,161.	1,116,165.	1,116,165.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 9	44,292,787.	45,865,688.	49,782,715.
	c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶				
Less accumulated depreciation ▶	2,384,816.			
12 Investments - mortgage loans				
13 Investments - other STMT 10	10,468,870.	10,691,303.	11,566,866.	
14 Land, buildings, and equipment: basis ▶ 63,811.				
Less accumulated depreciation STMT 11 ▶ 61,306.	3,577.	2,505.	2,505.	
15 Other assets (describe ▶ STATEMENT 12)	9,710.	4,350.	4,350.	
16 Total assets (to be completed by all filers)	57,442,921.	57,680,014.	62,472,604.	
Liabilities	17 Accounts payable and accrued expenses	63,705.	63,705.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	63,705.	63,705.	
Net Assets or Fund 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. ▶ ☒			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	57,379,216.	57,616,309.	
30 Total net assets or fund balances	57,379,216.	57,616,309.		
31 Total liabilities and net assets/fund balances	57,442,921.	57,680,014.		

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	57,379,216.
2 Enter amount from Part I, line 27a	2	237,093.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	57,616,309.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	57,616,309.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 13,755,953.		11,527,619.	2,228,334.

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) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			2,228,334.

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	2,228,334.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2011	3,176,266.	63,567,094.	.049967
2010	3,222,014.	63,954,210.	.050380
2009	3,040,384.	64,331,865.	.047261
2008	3,144,748.	62,878,163.	.050013
2007	3,097,046.	67,481,697.	.045895

2 Total of line 1, column (d)	2	.243516
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	.048703
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	62,469,261.
5 Multiply line 4 by line 3	5	3,042,440.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	33,517.
7 Add lines 5 and 6	7	3,075,957.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	3,157,742.

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	33,517.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	33,517.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	33,517.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	56,000.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	56,000.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	22,483.	
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax	11	22,483.	Refunded

Part VII-A Statements Regarding Activities

	Yes	No
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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☐ \$ 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? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a 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? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ <u>CT, NY</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2012 or the taxable year beginning in 2012 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	X	
14	The books are in care of JUNE KWIATKOWSKI Telephone no. 860-521-2949 Located at 970 FARMINGTON AVE., WEST HARTFORD, CT ZIP+4 06107			
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, 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	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
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 ☒ 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 1b		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2012? 1c		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? If "Yes," list the years 2a	☐ Yes ☒ No	
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.) 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. 2b		
3a 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.) N/A		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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? 4b		X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

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 maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

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

6b

X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

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

(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 13		391,300.	54,195.	46,418.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
ISABELLA J. KWIATKOWSKI - 382 WARD STREET, WALLINGFORD, CT 06492	BOOKKEEPER 40.00	63,400.	9,150.	2,794.

Total number of other employees paid over \$50,000

0

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3** Five highest-paid independent contractors for professional services. 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	
	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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	
3 All other program-related investments. See instructions.	
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	1a	60,513,376.
b	Average of monthly cash balances	1b	2,907,194.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	63,420,570.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	63,420,570.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	951,309.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	62,469,261.
6	Minimum investment return. Enter 5% of line 5	6	3,123,463.

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	3,123,463.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	33,517.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	33,517.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,089,946.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	3,089,946.
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	3,089,946.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	3,157,742.
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:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	3,157,742.
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	33,517.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,124,225.

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.

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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				3,089,946.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			2,927,043.	
b Total for prior years:		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: ▶ \$ 3,157,742.				
a Applied to 2011, but not more than line 2a			2,927,043.	
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				230,699.
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 instr.			0.	
f Undistributed income for 2012. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2013				2,859,247.
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	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				

N/A

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

☐ 4942(i)(3) or ☐ 4942(i)(5)

Tax year	Prior 3 years			
(a) 2012	(b) 2011	(c) 2010	(d) 2009	(e) Total

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(i)(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(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

MARION BARRAK, 860-521-2949

970 FARMINGTON AVE, SUITE 203, WEST HARTFORD, CT 06107

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

PREScribed APPLICATION FORM WHICH MAY BE OBTAINED FROM THE FOUNDATION

c Any submission deadlines:

YES

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

NONE OTHER THAN POLITICAL LIMITATIONS

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE ATTACHED LIST FOR DETAIL	NONE	PUBLIC CHARITY	GENERAL	2,942,191.
Total			3a	2,942,191.
b Approved for future payment				
NONE				
Total			3b	0.

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

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

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

[illegible]

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

b If "Yes," complete the following schedule.		
(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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

Sign Here  Date 11/14/13 Title PRESIDENT

Signature of officer or trustee

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

Paid Preparer Use Only	Print/Type preparer's name JUDITH E. SAUNDERS, CPA	Preparer's signature <i>Judith E. Saunders</i>	Date <i>11/14/13</i>	Check ☐ if self-employed	PTIN P00358546
	Firm's name ▶ FILOMENO & COMPANY, P.C., CPA'S			Firm's EIN ▶ 06-0934773	
	Firm's address ▶ 80 SOUTH MAIN STREET WEST HARTFORD, CT 06107			Phone no. 860.561.0020	

Form **990-PF** (2012)

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	GMO ALPHA ONLY FUND	P	VARIOUS	12/14/12
b	GMO CURR HEDGE INT'L EQ	P	VARIOUS	VARIOUS
c	GMO EMERGING MARKETS	P	VARIOUS	VARIOUS
d	GMO FLEXIBLE EQUITIES	P	VARIOUS	VARIOUS
e	GMO QUALITY FUND	P	VARIOUS	VARIOUS
f	GMO ALT ASSETS K-1	P	VARIOUS	VARIOUS
g	REAL ESTATE - NJ PROPERTY	P	07/01/89	08/03/12
h	CAPITAL GAINS DIVIDENDS			
i				
j				
k				
l				
m				
n				
o				

(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 1,388,274.		1,429,074.	-40,800.
b 2,592,094.		2,433,769.	158,325.
c 1,566,740.		1,364,814.	201,926.
d 2,626,039.		2,626,817.	-778.
e 1,526,726.		1,288,329.	238,397.
f -46,424.			-46,424.
g 3,182,052.		2,384,816.	797,236.
h 920,452.			920,452.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-40,800.
b			158,325.
c			201,926.
d			-778.
e			238,397.
f			-46,424.
g			797,236.
h			920,452.
i			
j			
k			
l			
m			
n			
o			

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	2,228,334.
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). If (loss), enter "-0-" in Part I, line 8	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	AMOUNT
BANK OF AMERICA CHECKING	42.
BANK OF AMERICA MMKT FUND	1,635.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	1,677.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
GMO	1,999,810.	913,450.	1,086,360.
GMO K-1 ALTERNATIVE ASSETS	1,628.	0.	1,628.
GMO K-1 SPECIAL SITUATIONS	1,876.	0.	1,876.
INTEREST FROM ALT ASSETS K-1	77.	0.	77.
INTEREST FROM SPEC SIT K-1	1,627.	0.	1,627.
VANGUARD	32,958.	7,002.	25,956.
TOTAL TO FM 990-PF, PART I, LN 4	2,037,976.	920,452.	1,117,524.

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MSF ORDINARY EARNINGS	588,001.	588,001.	
GMO SPEC SIT K-1	70,676.	70,676.	
GMO ALT ASSETS K-1	-21.	-21.	
REFUND OF PRIOR YEAR EXPENSES RELATED TO NJ PROPERTY	61,810.	61,810.	
FED'L INCOME TAX REFUND	86,735.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	807,201.	720,466.	

FORM 990-PF

LEGAL FEES

STATEMENT

4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GREER BENEFIT CONSULTANTS, INC	1,000.	1,000.		0.
TO FM 990-PF, PG 1, LN 16A	1,000.	1,000.		0.

FORM 990-PF

ACCOUNTING FEES

STATEMENT

5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILOMENO & CO	16,125.	16,125.		0.
TO FORM 990-PF, PG 1, LN 16B	16,125.	16,125.		0.

FORM 990-PF

OTHER PROFESSIONAL FEES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK & CUSTODIAL FEES	293,300.	293,300.		0.
TO FORM 990-PF, PG 1, LN 16C	293,300.	293,300.		0.

FORM 990-PF

TAXES

STATEMENT

7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PAYROLL TAXES	29,883.	17,521.		12,362.
STATE FILING TAXES	1,500.	0.		0.
TO FORM 990-PF, PG 1, LN 18	31,383.	17,521.		12,362.

FORM 990-PF	OTHER EXPENSES			STATEMENT 8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	11,640.	3,655.		7,985.
TRUSTEE EXPENSES	3,001.	0.		3,001.
OFFICE EXPENSE	6,212.	5,164.		1,048.
TELEPHONE	2,196.	2,196.		0.
CREDIT CARD ANNUAL FEE	40.	40.		0.
PAYROLL PROCESSING FEES	586.	586.		0.
TO FORM 990-PF, PG 1, LN 23	23,675.	11,641.		12,034.

FORM 990-PF	CORPORATE STOCK		STATEMENT 9
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE	
ALPHA ONLY	6,434,281.	6,452,005.	
ALTERNATIVE ASSET OPP	3,474,383.	3,664,085.	
EMERGING COUNTRY DEBT	1,232,667.	1,075,131.	
EMERGING MARKETS	4,857,205.	4,451,307.	
FLEXIBLE EQUITIES	448,882.	490,657.	
SPECIAL SITUATIONS	2,018,634.	2,132,508.	
STRATEGIC FIXED INCOME	2,822,984.	2,603,933.	
QUALITY EQUITY	8,960,217.	11,501,889.	
TOTAL BOND MARKET	990,672.	1,009,670.	
ADMIRAL TREASURY MM FUND	2,700,000.	2,700,000.	
CURR HEDGE INT'L EQ	9,149,214.	10,899,451.	
RISK PREMIUM FUND	2,776,549.	2,802,079.	
TOTAL TO FORM 990-PF, PART II, LINE 10B	45,865,688.	49,782,715.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT 10
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GMO MULTI STRATEGY HEDGE FUND	COST	10,292,652.	11,168,215.
PARTNERSHIP OUTSIDE COST BASIS	COST	398,651.	398,651.
TOTAL TO FORM 990-PF, PART II, LINE 13		10,691,303.	11,566,866.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 11

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
FURNITURE & FIXTURES	17,627.	17,627.	0.
FURNITURE & FIXTURES	2,175.	2,175.	0.
OFFICE EQUIPMENT	3,664.	3,631.	33.
OFFICE EQUIPMENT & FURNITURE	21,022.	21,022.	0.
OFFICE FURNITURE	805.	805.	0.
OFFICE FURNITURE	1,366.	1,366.	0.
APPLE COMPUTER	2,506.	2,506.	0.
SOFTWARE	725.	725.	0.
IMAC COMPUTER	2,617.	2,618.	-1.
OFFICE RENOVATIONS	2,523.	1,707.	816.
OFFICE CHAIR-MICHAEL	1,264.	1,091.	173.
ACER PC COMPUTER	1,127.	1,012.	115.
OFFICE EQUIPMENT	1,478.	1,467.	11.
LEXMARK PRINTER	900.	770.	130.
PHONE SYSTEM	4,012.	2,784.	1,228.
TOTAL TO FM 990-PF, PART II, LN 14	63,811.	61,306.	2,505.

FORM 990-PF OTHER ASSETS STATEMENT 12

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
SECURITY DEPOSIT	4,350.	4,350.	4,350.
PREPAID FED'L TAXES	5,360.	0.	0.
TO FORM 990-PF, PART II, LINE 15	9,710.	4,350.	4,350.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 13

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT M. JERESATY, M.D. 36 LAKEVIEW DRIVE WEST HARTFORD, CT 06117	DIRECTOR 2.00	10,000.	0.	0.
MARIE GUSTIN, PHD 365 SHUTTLEMEADOW AVENUE NEW BRITAIN, CT 06052	DIRECTOR 2.00	10,000.	0.	0.
MICHAEL B. CHAHO 60 EDDY STREET AVON, CT 06001	TREASURER 40.00	122,200.	18,330.	19,611.
JOSEPH B. CHAHO 8 PORTER DRIVE WEST HARTFORD, CT 06117	V. PRES./SECRETARY 40.00	102,300.	15,345.	6,610.
MARION L. BARRAK 66 EDDY STREET AVON, CT 06001	PRESIDENT/DIRECTOR 40.00	136,800.	20,520.	20,197.
ANNE MARIE FAULISO 998 PROSPECT AVENUE HARTFORD, CT 06105-1126	DIRECTOR 2.00	10,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		391,300.	54,195.	46,418.

2012 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired	Method	Life	C o n v	Line No	Unadjusted Cost Or Basis	Bus % Excl	Section 179 Expense	* Reduction In Basis	Basis For Depreciation	Beginning Accumulated Depreciation	Current Sec 179 Expense	Current Year Deduction	Ending Accumulated Depreciation
1	FURNITURE & FIXTURES	06/30/87	SL	5.00		16	17,627.				17,627.	17,627.		0.	17,627.
2	FURNITURE & FIXTURES	06/01/88	SL	5.00		16	2,175.				2,175.	2,175.		0.	2,175.
3	OFFICE EQUIPMENT	11/05/93	SL	5.00		16	3,664.				3,664.	3,631.		0.	3,631.
4	OFFICE EQUIPMENT & FURNITURE	09/01/94	SL	7.00		16	21,022.				21,022.	21,022.		0.	21,022.
5	OFFICE FURNITURE	10/01/95	SL	7.00		16	805.				805.	805.		0.	805.
9	OFFICE FURNITURE	12/12/05	SL	7.00		16	1,366.				1,366.	1,285.		81.	1,366.
11	APPLE COMPUTER	12/05/05	SL	5.00		16	2,506.				2,506.	2,506.		0.	2,506.
13	SOFTWARE	03/12/07	SL	3.00		16	725.				725.	725.		0.	725.
14	IMAC COMPUTER	11/02/07	SL	5.00		16	2,617.				2,617.	2,442.		176.	2,618.
15	OFFICE RENOVATIONS	05/14/09	150DB	15.00	MC17		2,523.			1,262.	1,261.	354.		91.	445.
16	OFFICE CHAIR-MICHAEL	07/12/09	200DB	7.00	MC17		1,264.			632.	632.	390.		69.	459.
17	ACER PC COMPUTER	12/31/09	200DB	5.00	MC17		1,127.			564.	563.	371.		77.	448.
19	OFFICE EQUIPMENT	04/01/99	SL	7.00	16		1,478.				1,478.	1,467.		0.	1,467.
20	LEXMARK PRINTER	01/05/11	200DB	5.00	HY17		900.			450.	450.	234.		86.	320.
21	PHONE SYSTEM	02/29/12	200DB	7.00	HY17		4,012.			2,006.	2,006.	286.		492.	778.
	* TOTAL 990-PF PG 1 DEPR						63,811.			4,914.	58,897.	55,320.		1,072.	56,392.

228111
05-01-12

(D) - Asset disposed

* ITC, Salvage, Bonus, Commercial Revitalization Deduction, GO Zone

GRANT LIST 2013
TOTAL OF GRANTS APPROVED \$2,942,191

1) Multi -year **** 9 of 9	THE CONNECTICUT CENTER FOR SCIENCE AND EXPLORATION 50 Columbus Boulevard, Suite 500, Hartford, Connecticut, 06106. (Funding for the Capital Campaign.) REF. 080/05. Contact: Matt Fluery, CEO Approved: 5/17/05. 5 grants: \$200,000; May 20, 2008: 4 grants: \$250,000 (Total: \$2 mill. Over 9 years.) Implemented: 6/7/13 CK # 5283 # 9 of 9	\$250,000 9 of 9
2) Multi -year 6 of 6	SAINT FRANCIS HOSPITAL AND MEDICAL 114 Woodland Street, Hartford, Connecticut, 06105-1299 (Funding for the new Hoffman Foundation Emergency Room.) REF. 019/09 Contact: Christopher Dadlez, President. Approved: October 22, 2008. 6 grants of \$250,000 (Total \$1,500,000 over six years.) Implemented: 4/30/13 CK # 5239 # 6 of 6	\$250,000 6 of 6
3) Multi -year 2 of 2	HARTFORD SYMPHONY ORCHESTRA, 99 Pratt Street, Hartford, Connecticut, 06103-1629 (Funding for Chamber Orchestra Concert Series) REF. 041/12 Contact: Andrea Staff, President. Approved: January 31, 1012. 2 grants of \$50,000 (Total \$100,000 over two years.) Implemented: 6/7/13 CK# 5382 # 2 of 2	\$50,000 2 of 2
4) Multi -year 1 of 2	CHURCH OF SAINT RITA, 1620 Whitney Avenue, Hamden, Connecticut, 06517-2024 (Support one year of the Elderly Ministry.) REF. 009/13 Contact: Rev. Phillip J. Sharkey, Pastor Approved: 10/31/12. 2 grants of \$2,250 (Total \$4,500 over two years.) Implemented: 1/8/13 CK # 5153 # 1 of 2	\$2,250 1 of 2
5) Multi -year 1 of 2	PROVIDENCE COLLEGE 1 Cunningham Street, Providence, RI 02918-0001 (Support for the Dominican Scholarship Fund.) REF. 012/13 Contact: Brother Brian Carty, FSC Approved: October 31, 2012. 2 grants of \$125,000(Total \$250,000 over two years) Implemented: 1/31/13 CK # 5182 # 1 of 2	\$125,000 1 of 2
6) Multi -year 1 of 5	THE HOSPITAL OF CENTRAL CONNECTICUT AT NEW BRITAIN GENERAL AND BRADLEY MEMORIAL HOSPITAL 100 Grand Street, New Britain, Connecticut, 06050 (Funding for the Maximilian E & Marion O. Hoffman Foundation Inc., Breast Care Center.) REF. 062/13 Approved: May 14, 2013 \$1.5 million to be paid over five years. Implemented 6/5/13 CK # 1 \$500,000 # 5266 (#2 thru 5 \$250,000)	\$500,000 # 1 of 5
7)	MALTA HOUSE OF CARE FOUNDATION, INC. 19 Woodland Street, Suite 37, Hartford, Connecticut, 06105 (Funding to provide free primary care to disadvantaged populations.) Contact: Barbara Bartucca, Executive Director REF. 053/13 Approved: May 14, 2013.) Implemented: 6/5/13 CK # 1 of 2 # 5263	\$75,000

8)	HIGH HOPES THERAPEUTIC RIDING, INC., 36 Town Woods Road, Old Lyme, Connecticut, 06371 (Support to help replace the indoor riding arena footing.) REF. 001/13 Contact: Kitty Stalsburg, Executive Director Approved: October 31, 2012. Implemented: 1/8/13 CK# 5148	\$10,000
9)	VISTA VOCATIONAL & LIFE SKILLS CENTER, INC., (VISTA) 1356 Old Clinton Road, Westbrook, Connecticut, 06498 (Support to help create a Vista Students Arts Center.) REF. 002/13 Contact: Helen K. Bosch, Executive Director Approved: October 31, 2012. Implemented: 1/8/13 CK# 5149	\$25,000
10)	HARTFORD INTERVAL HOUSE, INC., PO BOX 340207, Hartford, Connecticut, 06134-0207 (Funding for repairs and upgrades to the parking lot.) REF. 003/13 Contact: Cecile Enrico, Executive Director Approved: October 31, 2012. Implemented: 2/21/13 CK# 5191	\$25,000
11)	ANCIENT BURYING GROUND ASSOCIATION, INC., PO BOX 231257, Hartford, Connecticut, 06123-1257 (Support for the Summer Guide's program.) REF. 004/13 Contact: Robert L. Hill, President Approved: October 31, 2012. Implemented: 2/4/13 CK# 5180	\$5,000
12)	YOUTH UNITED FOR SURVIVAL, INC., (Y-US, INC.) PO BOX 261140, Hartford, Connecticut, 06126-1140 (Support for the Better Horizons After-School program.) REF. 005/13 Contact: Louis J. Gilbert, Executive Director Approved: October 31, 2012. Implemented: 1/8/13 CK# 5150	\$5,000
13)	CONNECTICUT BURNS CARE FOUNDATION, 601 Boston Post Road, Suite 2, Milford, Connecticut, 06460 (Funding for the Children's Burn Camp.) REF. 006/13 Contact: Frank Szivos, Executive Director Approved: October 31, 2012. Implemented: 1/8/13 CK# 5151	\$10,000
14)	CATHOLIC CHARITIES DIOCESE OF NORWICH, 331 Main Street, Norwich, Connecticut, 06360 (Funding for computer upgrades.) REF. 007/13 Contact: Michael Petrides, Interim Executive Director. Approved: October 31, 2012. Implemented: 1/8/13 CK# 5152	\$25,000
15)	THE MARITIME AQUARIUM AT NORWALK, INC., 10 North Water Street, Norwalk, Connecticut, 06854 (Funding support for the IMAX Theater.) REF. 010/13 Contact: Jennifer E. Herring, President & CEO Approved: October 31, 2013. Implemented: 1/9/13 CK# 5157	\$25,000

16)	VNA HEALTHCARE, INC., 103 Woodland Street, Hartford, Connecticut, 06105. (Funding for the VNA Healthcare Telemonitoring with Special Nursing Initiative.) REF. 013/13 Contact: Ellen D. Rothberg, Executive Director Approved: October 31, 2012. Implemented: 1/9/13 CK# 5158	\$15,000
17)	SAINT GABRIEL SCHOOL, 77 Bloomfield Avenue, Windsor, Connecticut, 06095. (General support.) REF. 014/13 Contact: Mrs. Patricia Martin, Principal Approved: October 31, 2012. Implemented: 2/19/13 CK# 5187	\$25,000
18)	CINESTUDIO, INC., 300 Summit Street, Hartford, Connecticut, 06016 (Funding for an electronic drive system for digital projection.) REF. 015/13 Contact: Susan Shayer, Board Chair Approved: October 31, 2012. Implemented: 1/9/13 CK# 5155	\$5,000
19)	SAINT MATTHEW SCHOOL, 33 Welch Street, Forestville, Connecticut, 06010. (Funding to help purchase an Apple I Pad Learning Pad.) REF. 018/13 Contact: Sister Christina Joseph, IHM, Principal Approved: October 31, 2012. Implemented: 2/4/13 CK# 5181	\$10,000
20)	BRISTOL BOYS AND GIRLS CLUB ASSOCIATION, INC., 105 Laurel Street, Bristol, Connecticut, 06010. (Funding to help construct a new facility.) REF. 019/13 Contact: Michael Suchopar, CPO Approved: October 31, 2012. Implemented: 1/9/13 CK# 5162	\$100,000
21)	MERCY HIGH SCHOOL 1749 Randolph Road, Middletown, Connecticut, 06457. (Funding to help purchase a Panasonic & SCOW System.) REF. 020/13 Contact: Sr. Mary A. McCarthy, RSM, President. Approved: October 31, 2012. Implemented: 1/17/13 CK# 5172	\$50,000
22)	CONNECTICUT VIRTUOSI ORCHESTRA, INC., 19 Chestnut Street, New Britain, Connecticut, 06051 (Funding for the 2012-2013 and 2013-2014 seasons.) REF. 022/13 Contact: Catherine Addy, President. Approved: October 31, 2012. Implemented: 1/9/13 CK# 5160	\$15,000
23)	CATHOLIC CHARITIES OF FAIRFIELD COUNTY, INC., 43 Madison Avenue, Bridgeport, Connecticut, 06606-2892. (General support) REF. 023/13 Contact: Mark W. Grasso, Vice President Approved: October 31, 2012. Implemented: 1/9/13 CK# 5161	\$10,000

24)	HILL-STEAD MUSEUM 35 Mountain Road, Farmington, Connecticut, 06032. (Funding for technology upgrades.) REF. 024/13 Contact: Deborah Pasquale, Director & CEO Approved: October 31, 2012. Implemented: 1/9/13 CK# 5156	\$25,000
25)	SACRED HEART CHURCH 48 Cottage Street, PO BOX 296, East Berlin, Connecticut, 06023. (Funding for 3 gas furnaces & 4 air conditioners) REF. 025/13 Contact: Rev. Edmund Nadolny, Pastor Approved: February 5, 2013. Implemented: 4/30/13 CK # 5220	\$25,900
26)	LITTLE THEARE OF MANCHESTER, INC., Cheney Hall, 177 Hartford Road, Manchester, Connecticut, 06040 (Funding for Capital improvements project.) REF. 026/13 Contact: Joyce Hodgson, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5223	\$10,000
27)	SACRED HEART SCHOOL 35 Orange Street, New Britain, Connecticut, 06053 (Funding for 7 SMART Board systems and assoc. equipment.) REF. 027/13 Contact: Ms. Katherine Muller, Principal Approved: February 5, 2013. Implemented: 4/30/13 CK # 5225	\$73,450
28)	HOCKANUM VALLEY COMMUNITY COUNCIL, INC. 29 Neck Road, Suite 5A, Vernon, Connecticut, 06000 Contact: David A. Engelson, CEO (Funding for the Food Pantry & Case Management Programs.) REF. 028/13 Approved: February 5, 2013. Implemented: 4/30/13 CK # 5226	\$12,500
29)	CHARTER OAK TEMPLE RESTORATION ASSOCIATION, INC., 21 Charter Oak Avenue, Hartford, Connecticut, 06016 (Funding to help purchase an energy efficient heating system.) REF. 029/13 Contact: Donna Berman Ph.D. Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5224	\$50,000
30)	KNOX PARKS FOUNDATION, INC., 75 Laurel Street, Hartford, Connecticut, 06106 (Funding for the Green Crew program.) REF. 031/13 Contact: Ron Pitz, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5227	\$25,000
31)	ST. MARY-ST. JOSEPH SCHOOL 35 Valley Street, Willimantic, Connecticut, 06226 (Funding to help replace lockers on the second floor of the school.) Contact: Sister Mary Mark SCMS, Principal REF. 032/13 Approved: February 5, 2013. Implemented: 4/30/13 CK # 5228	\$20,000

32)	ST. JOSEPH RESIDENCE (Little Sisters of the Poor) 1365 Enfield Street, Enfield, Connecticut, 06082-4900 (Funding to help purchase a new generator for the facility.) REF. 033/13 Contact: Sr. Genevieve Regina, I.s.p. Approved: February 5, 2013. Implemented: 4/30/13 CK # 5242	\$25,000
33)	SAINT CATHERIN ACADEMY 760 Tahmore Drive, Fairfield, Connecticut, 06825 (Funding for general operating support.) REF. 036/13 Contact: Helen C. Burland, President Approved: February 5, 2013. Implemented: 4/30/13 CK # 5230	\$20,000
34)	MOORELAND HILL SCHOOL, INCORPORATED 166 Lincoln Street, Kensington, Connecticut, 06037 (Funding to build a play structure at the school.) REF. 037/13 Contact: Michael Doorman, Headmaster Approved: February 5, 2013. Implemented: 4/30/13 CK # 5231	\$10,000
35)	KATHERINE HEPBURN CULTURAL ARTS CENTER, INC., 300 Main Street, Old Saybrook, Connecticut, 06457 (Funding for children's educational programs & children's camp scholarships.) REF. 038/13 Contact: Chuck Still, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5232	\$10,000
36)	ARCHITECTURE RESOURCE CENTER, INC., 1203 Chapel Street, New Haven, Connecticut, 06511 (Funding for educational projects for fifth grade students.) REF. 039/13 Contact: Anna Sanko, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5243	\$20,000
37)	AMIKIDS, INC., 5915 Benjamin Center Drive, Tampa, Florida, 33634 (Funding for renovations project in Jacksonville.) REF. 040/13 Contact: O.B. Stander, President & CEO Approved: February 5, 2013. Implemented: 4/30/13 CK # 5234	\$50,000
38)	CONNECTICUT CHORALE ARTISTS, INC., (CONCORA) 233 Pearl Street, Hartford, Connecticut, 06103 (Funding for the 2012-2013 Great Performances concerts series.) REF. 041/13 Contact: Ann L. Drinan, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5235	\$7,500
39)	HARTFORD STAGE COMPANY, INC., 50 Church Street, Hartford, Connecticut, 06013 (Funding for general support.) REF. 042/13 Contact: Michael Stotts, Managing Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5236	\$50,000

40)	BRISTOL SYMPHONY ORCHESTRA, INC., PO BOX 2154, Bristol, Connecticut, 06011-2154 (Funding for educational children's concerts.) REF. 043/13 Contact: Jeff Myrshrall, President & Treasurer Approved: February 5, 2013. Implemented: 4/30/13 CK # 5237	\$5,391
41)	OPERATION FUEL, INC., One Regency Drive, Suite 200, Bloomfield, Connecticut, 06002 (Funding for low-income energy assistance program.) REF. 044/13 Contact: Patricia J. Wrice, Executive Director Approved: February 5, 2013. Implemented: 4/30/13 CK # 5238	\$5,000
42)	OUR LADY OF LEBANON MARONITE CATHOLIC CHURCH 8 East Mountain Road, Waterbury, Connecticut, 06760-2815 (Funding to help pay off mortgage.) REF. 045/13 Contact: Fr. Dani Abi Akar, Pastor Approved: May 14, 2013. Implemented: 6/4/13 CK # 5255	\$75,000
43)	ST. VINCENT DEPAUL MISSION OF WATERBURY, INC., PO BOX 1612, Waterbury, Connecticut, 06721 (Funding for Soup Kitchen & Food Pantry programs.) REF. 46/13 Contact: Paul Iadarola, Executive Director Approved: May 14, 2013. Implemented: 6/4/13 CK # 5256	\$25,000
44)	NORTHWEST CATHOLIC HIGH SCHOOL 29 Wampanoag Drive, West Hartford, Connecticut, 06117 (Funding for renovations to their auditorium.) REF. 047/13 Contact: Margaret R. Williamson, Principal. Approved: May 14, 2013. Implemented: 6/4/13 CK # 5257	\$50,000
45)	CONNECTICUT AERONAUTICAL HISTORICAL ASSOCIATION d/b/a New England Air Museum, 36 Perimeter Road, Windsor Locks, CT., 06096 (Funding for SOAR educational program.) REF. 048/13 Contact: Michael P. Speciale, Executive Director Approved: May 14, 2013. Implemented: 6/4/13 CK # 5258	\$5,000
46)	VOLUNTEERS IN PSYCHOTHERAPY, INC., 7 South Main Street, West Hartford, Connecticut, 06107. (Funding for free therapy sessions.) REF. 049/13 Contact: Richard Shulman, Ph.D. Director Approved: May 14, 2013. Implemented: 6/4/13 CK # 5259	\$15,000
47)	HORIZONS, INC., 127 Babcock Hill Road, PO BOX 323, South Windham, Connecticut, 0266- 0323, (Funding for "The Power of a Positive Program 2013 Project". Contact: Chris McNaboe, Executive Director REF. 050/13 Approved: May 14, 2013. Implemented: 6/4/13 CK # 5260	\$10,000

48)	AMERICAN SCHOOL FOR THE DEAF, 139 North Main Street, West Hartford, Connecticut, 06107-1269 (Funding for the Foundations for the Future Campaign.) REF. 051/13 Contact: Edward F. Peltier, Executive Director Approved: May 14. 2013. Implemented: 6/4/13 CK # 5261	\$50,000 1 X
49)	MIDSTATE MEDICAL CENTER, 435 Lewis Avenue, Meriden, Connecticut, 06451. (Funding for equipment for the Simulation Training & Education Center.) Contact: Lucille A. Janatka, FACHE, President & CEO REF. 054/13 Approved: May 14. 2013. Implemented: 6/5/13 CK # 5264	\$10,000
52)	CAPITAL CLASSICS INC., PO BOX 370096, West Hartford, Connecticut, 06137 (Funding for production costs of the 23 rd season.) REF. 055/13 Contact: Laura Sheehan, Artistic Director Approved: May 14. 2013. Implemented: 6/6/13 CK # 5278	\$5,200
53)	HOLY FAMILY PASSIONIST RETREAT CENTER 303 Tunxis Road, West Hartford, Connecticut, 06017 (Funding for "Restore the Passion Campaign".) REF. 058/13 Contact: Rev. David Cinquegrani, C.P., Director Approved: May 14. 2013. Implemented: 6/5/13 CK # 5265	\$100,000
54)	YALE UNIVERSITY, SCHOOL OF MEDICINE (Women's Health Research at Yale), YSM Development Office, PO BOX 7611, New Haven, Connecticut, 06519-0611. Contact: Joan O'Neill, Vice President of Development. (Funding for Women's Health Research at Yale) REF. 061/13 Approved: May 14. 2013. Implemented: 6/12/13 CK # 5287	\$100,000
55)	CARAMOOR CENTER FOR THE ARTS, INC., PO BOX 816, Katonah, New York, 10536 (Funding for the Virtuosi program.) REF. 063/13 Contact: Jeffrey P. Hayden, CEO Approved: May 14. 2013. Implemented: 6/18/13 CK # 5267	\$50,000
56)	GRACE ACADEMY, INC., 277 Main Street, Hartford, Connecticut, 06106 (Funding for the Graduate Support Program.) REF. 064/13 Contact: Matthew Fitzsimons, Head of School Approved: May 14. 2013. Implemented: 6/5/13 CK # 5268	\$25,000
57)	HARTFORD CHORALE INC., 233 Pearl Street, Mailbox #17, Hartford, Connecticut, 06103 (Funding for general support.) REF. 065/13 Contact: Alan Mann Approved: May 14. 2013. Implemented: 6/5/13 CK # 5269	\$10,000

58)	WHEELER CLINIC, INC., 91 Northwest Drive, Plainville, Connecticut, 06062 (Funding for "Media Central" renovations & enhancements. REF. 066/13 Contact: Susan Walkama, LCSW, President & CEO Approved: May 14. 2013. Implemented: 6/5/13 CK # 5270	\$60,000
59)	AMERICAN RED CROSS CONNECTICUT AND RHODE ISLAND REGION, 209 Farmington Avenue, Farmington, Connecticut, 06032 (Funding for Emergency Services in Connecticut." REF. 067/13 Contact: Mario J. Bruno, Regional CEO Approved: May 14. 2013. Implemented: 6/11/13 CK # 5286	\$100,000
60)	OPEN HEARTH ASSOCIATION, INC., 150 Charter Oak Avenue, Hartford, Connecticut, 06106-5702 (Funding for their Emergency Shelter & Transitional Living programs>) Contact: Marilyn Rossetti, Executive Director. REF. 068/13 Approved: May 14. 2013. Implemented: 6/5/13 CK # 5271	\$30,000
61)	NOAH WEBSTER HOUSE FOUNDATION & HISTORICAL SOCIETY OF WEST HARTFORD, 227 South Main Street, West Hartford, Connecticut, 06107-5362. Contact: Christopher L. Dobbs, Executive Director. (Funding for "Increasing Accessibility for the 21st Century Audience Project.") REF. 069/12 Approved: May 14. 2013. Implemented: 6/5/13 CK # 5272	\$10,000
62)	MAIN STREET SINGERS, INC., 90 Main Street, New Britain, Connecticut, 07 051 (Funding for their scholarship programs.) REF. 070/13 Contact: Nancy Hemstreet, Administrative Director. Approved: May 14. 2013. Implemented: 6/5/13 CK # 5273	\$5,000
63)	CHILDREN'S COMMUNITY SCHOOL, 31 Wolcott Street, PO BOX 1746, Waterbury, Connecticut, 06721-1746 (Funding for the education of students.) REF. 071/13 Contact: Barbara L. Ruggiero, Ph.D. Executive Director Approved: May 14. 2013. Implemented: 6/6/13 CK # 5275	\$10,000
64)	YOUNG WOMEN'S CHRISTIAN ASSOCIATION OF NEW BRITAIN, INC., 22 Glen Street, PO BOX 2545, New Britain, Connecticut, 06050 (Funding for renovations, expansion & infrastructure.) REF. 072/13 Contact: Robin Sharp, Executive Director Approved: May 14. 2013. Implemented: 6/6/13 CK # 5276	\$100,000
65)	FAMILY LIFE EDUCATION, INC., 30 Arbor Street, Suite 102 South, Hartford, Connecticut, 06016 (Funding for general operating support.) REF. 073/13 Contact: Candida Flores, Executive Director Approved: May 14. 2013. Implemented: 6/12/13 CK # 5288	\$25,000

66)	CONNECTICUT COMMUNITY CARE, INC., 43 Enterprise Drive, Bristol, Connecticut, 06010 (Funding for the "Five Wishes Program.) REF. 074/13 Contact: Molly Rees Gavin, President. Approved: May 14, 2013. Implemented: 6/6/13 CK # 5277	\$5,000
67)	PLAINVILLE COMMUNITY FOOD PANTRY, INC., 54 South Canal Road, PO BOX 233, Plainville, Connecticut, 06062 (Funding to purchase food.) REF. 075/13 Contact: Susie Woerz, Executive Director. Approved: May 14, 2013. Implemented: 6/6/13 CK # 5279	\$10,000
<u>MINIMUM DISTRIBUTION FYE JUNE 30, 2013: \$2,927,345</u> <u>TOTAL OF GRANTS APPROVED: \$2,942,191</u>		