



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

For calendar year 2012 or tax year beginning

OCT 1, 2012

, and ending

SEP 30, 2013

Name of foundation

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Number and street (or P O box number if mail is not delivered to street address)

TWO CORPORATE DR.

A Employer identification number

06-0943204

Room/suite

212

City or town, state, and ZIP code

TRUMBULL, CT 06611

G 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

H Check type of organization  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year **J Accounting method**  Cash  Accrual  
(from Part II, col. (c), line 16)  Other (specify) **4811546.** (Part I, column (d) must be on cash basis.)**Part I Analysis of Revenue and Expenses**

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received			<b>N/A</b>	
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	5.	5.		
4	Dividends and interest from securities	138897.	138897.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	417569.			
b	Gross sales price for all assets on line 6a	996256.			
7	Capital gain net income (from Part IV, line 2)		417569.		
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)				
11a	Other income				
12	Total. Add lines 1 through 11	556471.	556471.		
13	Compensation of officers, directors, trustees, etc	77489.	23247.	54242.	
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees Stmt 1	10320.	0.	10320.	
b	Accounting fees Stmt 2	20400.	8160.	12240.	
c	Other professional fees Stmt 3	3500.	3500.	0.	
17	Interest				
18	Taxes Stmt 4	10024.	10024.	0.	
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses Stmt 5	22763.	10356.	12360.	
24	Total operating and administrative expenses. Add lines 13 through 23	144496.	55287.	89162.	
25	Contributions, gifts, grants paid	135000.		135000.	
26	Total expenses and disbursements. Add lines 24 and 25	279496.	55287.	224162.	
27	Subtract line 26 from line 12	276975.			
a	Excess of revenue over expenses and disbursements				
b	Net investment income (if negative, enter -0-)		501184.		
c	Adjusted net income (if negative, enter -0-)			<b>N/A</b>	

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Form 990-PF (2012)

06-0943204

Page 2

<b>Part II Balance Sheets</b>		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
	1	Cash - non-interest-bearing	195.		
	2	Savings and temporary cash investments	69266.	89739.	89739.
	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 Stmt 6	266571.	179186.	182470.
	b	Investments - corporate stock Stmt 7	1694139.	2158284.	4537327.
	c	Investments - corporate bonds Stmt 8	116084.	957.	2010.
	11	Investments - land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ►			
		Less accumulated depreciation ►			
	15	Other assets (describe ► )			
	16	Total assets (to be completed by all filers)	2146255.	2428166.	4811546.
	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			
	22	Other liabilities (describe ► EXCISE TAX )	2088.	7024.	
	23	Total liabilities (add lines 17 through 22)	2088.	7024.	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/>			
		and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/>			
		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	2144167.	2421142.	
	30	Total net assets or fund balances	2144167.	2421142.	
	31	Total liabilities and net assets/fund balances	2146255.	2428166.	

**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	2144167.
2	Enter amount from Part I, line 27a	2	276975.
3	Other increases not included in line 2 (itemize) ►	3	0.
4	Add lines 1, 2, and 3	4	2421142.
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	2421142.

Form 990-PF (2012)

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Form 990-PF (2012)

06-0943204

Page 3

**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>1a SCHEDULE ATTACHED PAGE 1</b>			P		
<b>b SCHEDULE ATTACHED PAGE 2</b>			P		
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 436894.		350841.			86053.
b 559362.		227846.			331516.
c					
d					
e					
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					86053.
b					331516.
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	417569.
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

Yes  No

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

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	201090.	4173905.	.048178
2010	197090.	4014647.	.049093
2009	179826.	3669670.	.049003
2008	169157.	3412069.	.049576
2007	231676.	4531902.	.051121

2 Total of line 1, column (d)

2 .246971

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 .049394

4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5

4 4551819.

5 Multiply line 4 by line 3

5 224833.

6 Enter 1% of net investment income (1% of Part I, line 27b)

6 5012.

7 Add lines 5 and 6

7 229845.

8 Enter qualifying distributions from Part XII, line 4

8 224162.

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 instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1	10024.
Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)	
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-)	
3 Add lines 1 and 2	2 0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	3 0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	4 0.
6 Credits/Payments	10024.
a 2012 estimated tax payments and 2011 overpayment credited to 2012	
b Exempt foreign organizations - tax withheld at source	
c Tax paid with application for extension of time to file (Form 8868)	
d Backup withholding erroneously withheld	
7 Total credits and payments Add lines 6a through 6d	5 3000.
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	7 3000.
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	8 0.
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	9 7024.
11 Enter the amount of line 10 to be Credited to 2013 estimated tax ►	10 Refunded ► 11 0.

**Part VII-A | Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> 1a X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b X
c Did the foundation file Form 1120-POL for this year?	1c X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ► \$ 0. (2) On foundation managers. ► \$ 0.	0.
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ 0.	0.
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2 X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>	3 X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If "Yes," has it filed a tax return on Form 990-T for this year?	4a X 4b
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>	5 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?	N/A
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>	6 X 7 X
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► CT	8b X
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	9 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	10 X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Form 990-PF (2012)

06-0943204

Page 5

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

11		X
12		X
13	X	
Website address ► N/A		
14	The books are in care of ► ALEXANDER R. NESTOR, CPA Located at ► 1140 FAIRFIELD AVENUE, BRIDGEPORT, CT	Telephone no ► (203) 336-0166 ZIP+4 ► 06605
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 ►	Yes X No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		
1a	During the year did the foundation (either directly or indirectly):	Yes No
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 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(l)(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 ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
b	If "Yes," did it have excess business holdings in 2012 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2012.)	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	3b
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?	4a   X
4b		4b   X

Form 990-PF (2012)

**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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

If "Yes," 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
ROBERT S. TELLALIAN (DEC'D 12/25/12) TWO CORPORATE DRIVE, SUITE 212 TRUMBULL, CT 06611	TRUSTEE-PRESIDENT & TREASU 12.00	16312.	0.	0.
ALEXANDER R. NESTOR TWO CORPORATE DRIVE, SUITE 212 TRUMBULL, CT 06611	TRUSTEE-VICE PRESIDENT & S 12.00	28549.	0.	0.
ARAM H. TELLALIAN, III TWO CORPORATE DRIVE, SUITE 212 TRUMBULL, CT 06611	TRUSTEE-VICE PRESIDENT 4.00	16315.	0.	0.
ROBERT S. TELLALIAN, JR. TWO CORPORATE DRIVE, SUITE 212 TRUMBULL, CT 06611	TRUSTEE-PRESIDENT & TREASU 12.00	16313.	0.	0.

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
NONE				

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

►

0

**Part VIII** Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

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

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


0

**Part IX-A** Summary of Direct Charitable Activities

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

Expenses

1	N/A	
2		
3		
4		

**Part IX-B** Summary of Program-Related Investments

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

3		
Total. Add lines 1 through 3		0.

**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	4572830.
b Average of monthly cash balances	1b	48306.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	4621136.
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	4621136.
4 Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	69317.
5 Net value of noncharitable-use assets Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4551819.
6 Minimum investment return. Enter 5% of line 5	6	227591.

**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	227591.
2a Tax on investment income for 2012 from Part VI, line 5	2a	10024.
b Income tax for 2012 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	10024.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	217567.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	217567.
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	217567.

**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	224162.
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	224162.
5 Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	224162.

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

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

	(a) Corpus	(b) Years prior to 2011	(c) 2011	(d) 2012
1 Distributable amount for 2012 from Part XI, line 7				217567.
2 Undistributed income, if any, as of the end of 2012			0.	
a Enter amount for 2011 only				
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012				
a From 2007	3898.			
b From 2008	614.			
c From 2009				
d From 2010				
e From 2011				
f Total of lines 3a through e	4512.			
4 Qualifying distributions for 2012 from Part XII, line 4 ► \$ 224162.			0.	
a Applied to 2011, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)			0.	
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2012 distributable amount				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2012 (If an amount appears in column (d), the same amount must be shown in column (a))		6595.		0.
6 Enter the net total of each column as indicated below:	11107.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5			0.	
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			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				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)		0.		
8 Excess distributions carryover from 2007 not applied on line 5 or line 7		3898.		
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a		7209.		
10 Analysis of line 9	614.			
a Excess from 2008				
b Excess from 2009				
c Excess from 2010				
d Excess from 2011				
e Excess from 2012	6595.			

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Form 990-PF (2012)

06-0943204

Page 10

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

N/A

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

4942(j)(3) or  4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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

CYRUS W. & AMY F. JONES &  
BESSIE D. PHELPS FOUNDATION, INC.

Form 990-PF (2012)

06-0943204 Page 11

**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)				
<i>a Paid during the year</i>				
SCHEDULE ATTACHED	D/N/A	PUBLIC	SEE ATTACHED	135000.
<b>Total</b>			► 3a	135000.
<i>b Approved for future payment</i>				
NONE				
<b>Total</b>			► 3b	0.

## Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	5.	
5 Net rental income or (loss) from real estate			14	138897.	
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	417569.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		556471.	0.
13 Total Add line 12, columns (b), (d), and (e)			13		556471.
(See worksheet in line 13 instructions to verify calculations )					

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

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

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		Yes	No
a	Transfers from the reporting foundation to a noncharitable exempt organization of	1a(1)	X
	(1) Cash	1a(2)	X
	(2) Other assets		
b	Other transactions	1b(1)	X
	(1) Sales of assets to a noncharitable exempt organization	1b(2)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(3)	X
	(3) Rental of facilities, equipment, or other assets	1b(4)	X
	(4) Reimbursement arrangements	1b(5)	X
	(5) Loans or loan guarantees	1b(6)	X
	(6) Performance of services or membership or fundraising solicitations		
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X

**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		

**Sign  
Here**

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

May the IRS discuss this return with the preparer shown below (see instr.)?

Signature of officer or trustee

Data

Title

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Alexander R. Nestor <i>Ex R. Nestor, CPA</i>			1/15/14 P00045331	
	Firm's name ► NESTOR & CLAYTON LLP			Firm's EIN ► 06-0764670	
Firm's address ► 1140 FAIRFIELD AVENUE BRIDGEPORT, CT 06605-1118			Phone no (203) 336-0166		

## Form 990-PF

## Legal Fees

## Statement 1

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	10320.	0.		10320.
To Fm 990-PF, Pg 1, ln 16a	10320.	0.		10320.

## Form 990-PF

## Accounting Fees

## Statement 2

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	20400.	8160.		12240.
To Form 990-PF, Pg 1, ln 16b	20400.	8160.		12240.

## Form 990-PF

## Other Professional Fees

## Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OTHER PROFESSIONAL INVESTMENT ADVICE	3500.	3500.		0.
To Form 990-PF, Pg 1, ln 16c	3500.	3500.		0.

## Form 990-PF

## Taxes

## Statement 4

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
EXCISE TAX	10024.	10024.		0.
To Form 990-PF, Pg 1, ln 18	10024.	10024.		0.

## Form 990-PF

## Other Expenses

## Statement 5

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
SCHEDULE ATTACHED	22763.	10356.		12360.
TO Form 990-PF, Pg 1, ln 23	22763.	10356.		12360.

## Form 990-PF

## U.S. and State/City Government Obligations

## Statement 6

Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
	X		179186.	182470.
Total U.S. Government Obligations			179186.	182470.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			179186.	182470.

## Form 990-PF

## Corporate Stock

## Statement 7

Description	Book Value	Fair Market Value
	2158284.	4537327.
Total to Form 990-PF, Part II, line 10b	2158284.	4537327.

## Form 990-PF

## Corporate Bonds

## Statement 8

Description	Book Value	Fair Market Value
	957.	2010.
Total to Form 990-PF, Part II, line 10c	957.	2010.

**THE CYRUS W. AND AMY F. JONES AND  
BESSIE D. PHELPS FOUNDATION, INCORPORATED**  
**SCHEDULE OF SECURITIES**  
**SEPTEMBER 30, 2013**

SHARES OR PAR VALUE	INVENTORY VALUE	MARKET VALUE
2,000 ABBOTT LABORATORIES	\$7,175.72	\$66,380
2,000 ABBVIE INC	7,781.45	89,460
350 AMERIGAS PARTNERS LP	14,143.50	15,075
3,000 ACADIA PHARMACEUTICAL INC	60,443.25	82,410
2,000 AUTOMATIC DATA PROCESSING INC	37,194.80	144,760
250 AQUA AMERICA INC	4,345.80	6,183
500 BROADRIDGE FINANCIAL	3,981.75	15,875
500 CALIFORNIA WTR SVC GRP	9,625.00	10,160
2,890 CHEVRON CORP	211,704.24	351,135
3,000 COLGATE PALMOLIVE	11,886.70	177,900
550 CONOCOPHILLIPS	24,542.41	38,231
3,000 EXXON MOBIL CORP	5,425.77	258,120
6,000 GENERAL ELECTRIC CO	4,203.12	143,340
1,200 KINDER MORGAN ENERGY PARTNERS	42,097.66	95,796
4,224.652 INVESTMENT MANAGERS CENTER COAST MLP FOCUS CL	42,074.74	45,119
900 JOHNSON & JOHNSON	5,967.18	78,021
1,000 UNITED TECHNOLOGIES	60,981.43	107,820
1,500 JP MORGAN CHASE & CO	4,282.08	77,535
2,350 NESTLE S A SPNSD ADR	59,604.38	163,560
1,200 ENTERPRISE PRODUCTS PARTNERS LTD PTR	52,854.60	73,248
3,600 ONEOK PARTNERS LP	3,628.44	190,836
622.616 OPPENHEIMER DVLP MARKETS CL C	20,103.18	21,916
41,783.360 OPPENHEIMER SENIOR FLEETING RATE FD CL C	350,000.00	349,727
2,100 PEPSICO INC	12,999.83	166,950
2,000 PHARMACYCLICS INC	35,526.09	276,520
400 SEADRILL LIMITED	8,418.59	18,032
1,100 ALTRIA GROUP INC	4,450.29	37,785
600 SCHLUMBERGER LTD	36,053.70	53,016
1,000 PHILLIP MORRIS INTL INC	9,447.73	86,590
1,000 SALIENT MIDSTREAM & MLP FUND	19,345.00	22,120
4,809.688 STEELPATH OPPENHEIMER MLP ALPHA CL C	55,000.00	56,802
1,600 ROYAL DUTCH SHELL PC - ADR A SHARES	25,616.20	105,088
500 ROYAL DUTCH SHELL PC - ADR B SHARES	24,755.26	34,425
4,021.171 VAN ECK FUNDS GLOBAL HARD ASSETS FD CL C	137,096.55	167,522
4,291.404 ROYCE FD - SPL EQUITY FD	81,720.89	104,624
4,051.370 VICTORY PORTFOLIOS CL C	55,000.00	72,033
1,200 NOVARTIS A G. ADR	45,302.49	92,052
2,800.115 BLACKROCK HEALTH SCIENCES CL C	68,510.04	108,560
7,013.048 HENDERSON GLOBAL FDS - INTL OPPTYS CL C	142,793.28	164,736
17,094.228 HENDERSON GLOBAL FDS - GLOBAL EQUITY INCOME	129,140.19	136,925
15,453.877 FEDERATED STRATEGIC VALUE DIVIDEND CL C	77,418.99	85,614
10,538.978 LORD ABBETT FLOATING RATE - CL C	100,120.04	99,804
4,534.092 PUTNAM SHORT DURATION INCOME - CL A	45,522.15	45,522

**THE CYRUS W. AND AMY F. JONES AND  
BESSIE D. PHELPS FOUNDATION, INCORPORATED**

**SCHEDULE OF SECURITIES**

**SEPTEMBER 30, 2013**

<b>SHARES OR PAR VALUE</b>		<b>INVENTORY VALUE</b>	<b>MARKET VALUE</b>
9,000	GOVT NATL MTG ASSN 5.5% DUE 4/16/34	\$ 5,772.75	\$ 6,608
23,000	GOVT NATL MTG ASSN 5.0% 7/20/34	20,930.00	24,839
5,000	FEDL HOME LOAN MTG 5 5% DUE 10/15/34	4,650.00	5,394
50,000	FEDL NATL MTG 7% DUE 8/25/23	6,646.72	6,657
10,000	GOV NATL MTG ASSN 5 5% DUE 12/20/37	10,000.00	11,273
10,000	CITICORP MTG 5.5% DUE 8/25/35	956.81	2,010
5,000	GOVT NATL MTG ASSN 5 0% DUE 4/20/33	5,200.00	5,391
25,000	FEDL HOME LOAN MTG 5 25% DUE 6/15/21	8,784.61	9,325
25,000	FEDL HOME LOAN MTG 4.0% DUE 8/15/29	21,533.74	22,781
18,000	GOVT NATL MTG ASSN 4 5% DUE 6/20/39	18,810.00	19,325
30,000	FEDL HOME LOAN MTG 4 5% DUE 9/15/39	3,970.23	4,399
10,000	FEDL NATL MTG ASSN 4 5% DUE 7/25/40	10,000.00	10,695
13,000	FEDL HOME LOAN MTG 4 5% DUE 11/15/39	13,325.00	13,517
50,000	FEDL HOME LOAN MTG 2.5% DUE 8/15/42	49,562.50	42,266
	TOTAL PAGE 2	\$ 180,142.36	\$ 184,480
	TOTAL PAGE 1	\$ 2,158,284.51	\$ 4,537,327
	GRAND TOTAL	<u>\$ 2,338,426.87</u>	<u>\$ 4,721,807</u>

THE CYRUS W. AND AMY F. JONES AND  
BESSIE D. PHELPS FOUNDATION, INCORPORATED

SEPTEMBER 30, 2013

FORM 990PF - PAGE 1 - PART 1

	<u>ALLOCATION</u>			
	INVESTMENT	GRANT		
TOTAL	INCOME	ADMINISTRATIVE		

LINE 13.

COMPENSATION OF OFFICERS,  
 DIRECTORS AND TRUSTEES  
 TOTAL PER SCHEDULE

\$	77,489	\$	23,247
----	--------	----	--------

\$	54,242		
----	--------	--	--

LINE 16

A LEGAL FEES  
 ADVICE AND REVIEW OF LAWS

\$	10,320	\$	-0-
----	--------	----	-----

\$	10,320		
----	--------	--	--

LINE 16

B ACCOUNTING FEES  
 BOOKKEEPING,  
 AND PREPARATION OF FORM 990PF

\$	20,400	\$	8,160
----	--------	----	-------

\$	12,240		
----	--------	--	--

LINE 16

C OTHER PROFESSIONAL FEES  
 INVESTMENT ADVISORY

\$	3,500	\$	3,500
----	-------	----	-------

\$	-0-		
----	-----	--	--

LINE 18 - TAXES - EXCISE

\$	10,024	\$	10,024
----	--------	----	--------

\$	-0-		
----	-----	--	--

ALLOCATION

GRANT

TOTAL	INCOME	ADMINISTRATIVE	
\$ 5,928	\$ 1,778	\$ 4,150	
68	68	-0-	
16,420	8,210	8,210	
300	300	-0-	
\$ 22,716	\$ 10,356	\$ 12,360	
47	-0-	-0-	
\$ 22,763	\$ 10,356	\$ 12,360	

LINE 23 - OTHER EXPENSES

PAYROLL TAXES  
 BANK S/C  
 SECRETARIAL AND CLERICAL EXPENSE  
 STATE OF CT ANNUAL REPORTS

TOTAL

PART VIII SUPPORTING DATA.

LINE 1

COMPENSATION ALLOCATED ON TIME BASIS  
 OTHER EXPENSES CHARGED DIRECTLY TO THE  
 ACTIVITY WHICH INCURRED THE EXPENSE

Form 990-BF  
F10 # 06-0943204Taxable Year Sept 30, 2013  
Ended .....

STATEMENT OF GAINS & LOSSES  
From sales and exchanges of securities

**NAME** Cyrus W. and Amy F. Somers + Bessie D. Phelps Foundation, Inc  
**ADDRESS** Two Corporate Drive, STE 212, Trumbull, CT 06611

NO. OF SHARES OR BONDS	DESCRIPTION OR NAME OF SECURITY	BOUGHT		SOLD		GAIN OR (LOSS)	
		DATE	PRICE	DATE	PRICE	LONG TERM	SHORT TERM
800	Pharmacyclics, Inc	(P) 6/24/11	779188	11/12/12	3918210	3139022	
1000	ThruNogen Inc	(P) 8/5/11	1044428	11/12/12	1132914	98486	13111521
500	ThruNogen Inc	(P) 6/29/12	877610	11/12/12	566458		
1000	Oneok PTA	(P) 12/7/93	100790	11/12/12	58231	5557441	
275	Phillips 66	(P) 4/13/0	729362	11/12/12	1278156	548794	
1400	Seattle Genetics Inc	(P) 7/27/12	3951128	11/12/12	3198263		7528651
1600	Bank of America	(P) 12/9/10	206439	11/16/12	1307516		756923
500	JPMorgan Chase	(P) 1/1/87	142737	11/6/12	1910954		1768522
1044	Govt Natl MTG Assn 4.5% Due 4/20/40	(P) 4/2/10	1006250	11/20/12	1000000		(6250)
2044	Govt Natl MTG Assn 4.0% Due 3/20/40	(P) 9/16/10	148413	11/20/12	130913		(1500)
3544	Govt Natl MTG Assn 5.0% Due 6/20/39	(P) 7/20/09	923208	11/20/12	888298		(35000)
4044	AmerenEnergy Generating Fed Natl MTG Assn	(P) 9/27/10	4916704	11/27/12	356000		(456704)
1544	Gen Electric Corp Corp 5.6% Due 12/15/15	(P) 6/6/06	1485824	12/17/12	150000		14076
2044	Govt Natl MTG Assn 4.5% Due 5/20/39-As1 (P)	3/16/10	1539704	11/22/13	1954704		15000
1044	Fed Natl MTG Assn 5.0% Due 8/23/33 Redem	(P) 3/28/06	-0-	11/23/13	1263		1263
2919	First Trust Clnt 2805 Redem	(P) 3/23/11	2742693	11/31/13	281683		74142
1044	Govt Natl MTG Assn 5.0% Due 8/23/33	(P) 4/13/04	-0-	2/28/13	22255		22255
2044	Govt Natl MTG Assn 5.0% Due 4/16/34	(P) 4/13/04	-0-	3/19/13	7744		7744
2490	Putnam Short	(P) 11/14/12	2000000	3/27/13	250000		01
2500	First Trust Unif 2872	(P) 4/7/11	2330000	4/11/13	2153550		(176450)
650	QR Energy LTD	(P) 9/12/12	1271271	5/14/13	1/3323		157948
500	QR Energy LTD	(P) 7/6/12	894158	5/14/13	856403		739755
2544	Genl Electric Cap 5.0% Due 5/15/18	(P) 6/6/06	2391332	5/15/13	2500000		108668
1500	Tortoise Energy	(P) 7/26/12	3742726	5/14/13	3703170		(39556)
TOTAL SHORT TERM GAIN (or LOSS)							1143329
TOTAL LONG TERM GAIN (or LOSS)							9748652
TOTAL NET CAPITAL GAIN (or LOSS)							8605323

For 990 part

F10 # 06-09113204

Taxable Year Sept 30, 2013  
Ended

NAME Cyrus W. and Amy F. Tancer + Bessie D. Phelps Foundation  
ADDRESS Two Corporate Drive, STE 213, Trumbull, CT 06611

### STATEMENT OF GAINS & LOSSES

## From sales and exchanges of securities

Chelles Foundation, Two

NAME \_\_\_\_\_ ADDRESS TWO: Corporate Park, STE 213, Tryon, NC 28782

**TOTAL SHORT TERM GAIN (or LOSS)**  
**TOTAL LONG TERM GAIN (or LOSS)**  
**TOTAL NET CAPITAL GAIN (or LOSS)**

**THE CYRUS W. AND AMY F. JONES AND  
BESSIE D. PHELPS FOUNDATION, INCORPORATED**

**SCHEDULE OF GRANTS  
FOR THE YEAR ENDED SEPTEMBER 30, 2013**

<b><u>Recipient</u></b>	<b><u>Status of Recipient</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
Easton Senior Center Easton, Connecticut	Public	Activities Fund	\$5,000
The Kennedy Center Inc Bridgeport, Connecticut	Public	Operations	5,000
Greater Bridgeport Symphony Bridgeport, Connecticut	Public	Operations	25,000
Habitat for Humanity of Greater Bridgeport Bridgeport, Connecticut	Public	Projects	2,000
Square One Theatre Company Stratford, Connecticut	Public	Operations	3,000
Olivet Congregational Church Bridgeport, Connecticut	Public	General Purposes	10,000
Connecticut Chamber Choir, Inc. Trumbull, Connecticut	Public	Programs	2,000
Armenian Church of the Holy Ascension Trumbull, Connecticut	Public	Operations	4,000
The Council of Churches of Greater Bridgeport, Inc. Bridgeport, Connecticut	Public	Operations	7,500
Goodwill Industries of Western CT Bridgeport, Connecticut	Public	Operations	10,000
Downtown Cabaret Theatre Company Bridgeport, Connecticut	Public	Children's Programs	2,000
Connecticut Yankee Council, BSA Milford, Connecticut	Public	Programs	3,000
Sacred Heart University Fairfield, Connecticut	Public	Choral Music Scholars Program	4,000
Bridgeport Area Youth Ministry, Inc. Bridgeport, Connecticut	Public	Programs	2,000
Bridgeport Rescue Mission Bridgeport, Connecticut	Public	Operations	2,000
Easton Community Center Easton, Connecticut	Public	Teen Center Programs	4,000
Girl Scouts Housatonic Council Bridgeport, Connecticut	Public	Programs	3,000
American Red Cross Connecticut Regional Chapter Farmington, Connecticut	Public	General Relief Purposes for Greater Bridgeport Area	5,000
St. Vincent's Medical Center Foundation, Inc. Bridgeport, Connecticut	Public	Operations	10,000
Bridgeport Hospital Foundation, Inc. Bridgeport, Connecticut	Public	Operations	10,000

**THE CYRUS W. AND AMY F. JONES AND  
BESSIE D. PHELPS FOUNDATION, INCORPORATED**

**SCHEDULE OF CONTRIBUTIONS  
FOR THE YEAR ENDED SEPTEMBER 30, 2013**

<b><u>Recipient</u></b>	<b><u>Status of Recipient</u></b>	<b><u>Purpose</u></b>	<b><u>Amount</u></b>
Greater Bridgeport Youth Orchestra Bridgeport, Connecticut	Public	Operations	8,000
The Connecticut Zoological Society Bridgeport, Connecticut	Public	Connecticut's Beardsley Zoo	3,000
Mercy Learning Center Bridgeport, Connecticut	Public	Women of Achievement Scholarship Fund	1,000
The Thomas Merton Center Bridgeport, Connecticut	Public	Operations	2,000
Greater Bridgeport Symphony Bridgeport, Connecticut	Public	In Memory of Robert S. Tellalian	500
Emerge Inc. Stratford, Connecticut	Public	Programs	1,000
Mikey's Way Foundation Fairfield, Connecticut	Public	Programs	1,000
		<b><u>TOTAL</u></b>	<b><u>\$135,000</u></b>