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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 OCT 1, 2012, and ending SEP 30, 2013

Name of foundation E. CLAYTON AND EDITH P. GENGRAS JR., FOUNDATION, INC.		A Employer identification number 06-1188156
Number and street (or P O box number if mail is not delivered to street address) 300 CONNECTICUT BOULEVARD	Room/suite	B Telephone number 860-289-3461
City or town, state, and ZIP code EAST HARTFORD, CT 06108-3065		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 427,484. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

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		127,405.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		10,777.	10,777.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		100,207.			
b Gross sales price for all assets on line 6a		339,796.			
7 Capital gain net income (from Part IV, line 2)			100,207.		
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)					
11 Other income					
12 Total. Add lines 1 through 11		238,389.	110,984.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees		1,250.	1,250.		0.
c Other professional fees					
17 Interest					
18 Taxes		1,184.	13.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		2,728.	2,728.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		5,162.	3,991.		0.
25 Contributions, gifts, grants paid		204,350.			204,350.
26 Total expenses and disbursements. Add lines 24 and 25		209,512.	3,991.		204,350.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		28,877.			
b Net investment income (if negative, enter -0-)			106,993.		
c Adjusted net income (if negative, enter -0-)				N/A	

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				
	2	Savings and temporary cash investments		11,807.	30,262.	30,262.
	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 6		426,701.	376,010.	397,222.
	c	Investments - corporate bonds				
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)		438,508.	406,272.	427,484.	
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)		0.	0.	
Net Assets or Fund Balances	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		438,508.	406,272.	
	30	Total net assets or fund balances		438,508.	406,272.	
31	Total liabilities and net assets/fund balances		438,508.	406,272.		

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	438,508.
2	Enter amount from Part I, line 27a	2	28,877.
3	Other increases not included in line 2 (itemize) ▶ ADJUST TO ACTUAL	3	95.
4	Add lines 1, 2, and 3	4	467,480.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 5	5	61,208.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	406,272.

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 339,796.		239,589.	100,207.

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) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			100,207.

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	100,207.
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	155,855.	399,248.	.390371
2010	151,473.	413,881.	.365982
2009	51,650.	389,011.	.132773
2008	90,879.	386,134.	.235356
2007	142,814.	537,423.	.265739

2 Total of line 1, column (d)	2	1.390221
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	.278044
4 Enter the net value of noncharitable-use assets for 2012 from Part X, line 5	4	499,832.
5 Multiply line 4 by line 3	5	138,975.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,070.
7 Add lines 5 and 6	7	140,045.
8 Enter qualifying distributions from Part XII, line 4	8	204,350.

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. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	1,070.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,070.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	1,070.
6 Credits/Payments:			
a 2012 estimated tax payments and 2011 overpayment credited to 2012	6a	880.	
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	880.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	190.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2013 estimated tax <input type="checkbox"/> Refunded <input checked="" type="checkbox"/>	11		

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
1c 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?		
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) <input type="checkbox"/> CT		
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 E CLAYTON GENGRAS JR. Telephone no. (860) 289-3461 Located at 300 CONNECTICUT BLVD, EAST HARTFORD, CT ZIP+4 06108			
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	Yes	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.

		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? <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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <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 N/A	1b	
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect 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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
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	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	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)? ☐ Yes ☒ No **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? ☐ Yes ☐ No **N/A**

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? ☐ Yes ☒ No 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? ☐ Yes ☒ No **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
EDITH P GENGRAS	PRES/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
E CLAYTON GENGRAS JR	SCTY/DIRECTOR			
30 BRAEBURNIE LA				
BLOOMFIELD, CT 06002	1.00	0.	0.	0.
MERRILY MOYNIHAN	DIRECTOR			
54 IRONWOOD RD				
WEST HARTFORD, CT 06117	1.00	0.	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	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	433,175.
b	Average of monthly cash balances	1b	74,269.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	507,444.
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	507,444.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,612.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	499,832.
6	Minimum investment return. Enter 5% of line 5	6	24,992.

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	24,992.
2a	Tax on investment income for 2012 from Part VI, line 5	2a	1,070.
b	Income tax for 2012. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,070.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	23,922.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	23,922.
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	23,922.

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	204,350.
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	204,350.
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	1,070.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	203,280.

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				23,922.
2 Undistributed income, if any, as of the end of 2012				
a Enter amount for 2011 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2012:				
a From 2007	116,185.			
b From 2008	71,814.			
c From 2009	32,755.			
d From 2010	132,033.			
e From 2011	137,583.			
f Total of lines 3a through e	490,370.			
4 Qualifying distributions for 2012 from Part XII, line 4: ▶ \$	204,350.			
a Applied to 2011, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2012 distributable amount				23,922.
e Remaining amount distributed out of corpus	180,428.			
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	670,798.			
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				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	116,185.			
9 Excess distributions carryover to 2013. Subtract lines 7 and 8 from line 6a	554,613.			
10 Analysis of line 9:				
a Excess from 2008	71,814.			
b Excess from 2009	32,755.			
c Excess from 2010	132,033.			
d Excess from 2011	137,583.			
e Excess from 2012	180,428.			

☐ 4942(j)(3) or ☐ 4942(j)(5)

(4) Gross investment income

2012.05020 E. CLAYTON AND EDITH P. GEN 70053 1

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
<i>a</i> Paid during the year				
SEE ATTACHED LISTING - STATEMENT 8	NONE	501(C)(3)	GENERAL SUPPORT	204,350.
Total			3a	204,350.
<i>b</i> Approved for future payment				
NONE				
Total			3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(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	10,777.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	100,207.		
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.		110,984.		0.
13 Total. Add line 12, columns (b), (d), and (e)						110,984.

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

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

[illegible]

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 |
| | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | |
| | (2) Other assets | 1a(2) | |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | |
| | (4) Reimbursement arrangements | 1b(4) | |
| | (5) Loans or loan guarantees | 1b(5) | |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | |
| 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		

**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.


Signature of officer or trustee

Date 2.10.14


Title

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

☒ Yes ☐ No**Paid
Preparer
Use Only**

Print/Type preparer's name

ANDREW LATTIMER

Preparer's signature _____

Date _____

1/30/14

Check ☐ if
self-employed

PTIN

P00368790

Firm's name ► **BLUM, SHAPIRO & COMPANY, P.C., CPA'S**

Firm's EIN ▶	06-1009205
--------------	------------

Firm's address ▶ 29 S. MAIN STREET, P.O. BOX 272000
WEST HARTFORD, CT 06127-2000

Phone no 860 561-4000

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	BNY MELLON #10008779000 SHORT-TERM SALES - SEE ATT	P	VARIOUS	VARIOUS
b	BNY MELLON #10008779000 LONG-TERM SALES - SEE ATT	P	VARIOUS	VARIOUS
c	BNY MELLON #10008779000 LONG-TERM SALES - SEE ATT	D	VARIOUS	VARIOUS
d	CAPITAL GAINS DIVIDENDS			
e				
f				
g				
h				
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 23,002.		21,552.	1,450.
b 185,999.		160,141.	25,858.
c 130,453.		57,896.	72,557.
d 342.			342.
e			
f			
g			
h			
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			1,450.
b			25,858.
c			72,557.
d			342.
e			
f			
g			
h			
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	100,207.
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

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2012

Name of the organization

E. CLAYTON AND EDITH P. GENGRAS JR.,
FOUNDATION, INC.

Employer identification number

06-1188156

Organization type(check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on Part I, line 2 of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2012)

Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,
FOUNDATION, INC.

Employer identification number

06-1188156

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 14,969.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	E. CLAYTON GENGRAS, JR. 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 12,653.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 22,056.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
4	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 5,264.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
5	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 12,484.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
6	EDITH P. GENGRAS 30 BRAEBURNIE LANE BLOOMFIELD, CT 06002	\$ 9,979.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization E. CLAYTON AND EDITH P. GENGRAS JR., FOUNDATION, INC.	Employer identification number 06-1188156
--	---

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	GENGRAS MOTOR CARS, INC. 300 CONNECTICUT BOULEVARD EAST HARTFORD, CT 06108	\$ 50,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution)

Name of organization

E. CLAYTON AND EDITH P. GENGRAS JR.,
FOUNDATION, INC.

Employer identification number

06-1188156

Part II Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	405 SHS COCA COLA CO	\$ 14,969.	01/10/13
<u>2</u>	332 SHS COCA COLA CO	\$ 12,653.	02/26/13
<u>3</u>	249 SHS EXXON MOBIL CORP	\$ 22,056.	12/13/12
<u>4</u>	140 SHS COCA COLA CO	\$ 5,264.	12/13/12
<u>5</u>	140 SHS MACDONALDS CORPORATION	\$ 12,484.	12/13/12
<u>6</u>	107 SHS EXXON MOBIL CORP	\$ 9,979.	07/11/13

Name of organization

**E. CLAYTON AND EDITH P. GENGRAS JR.,
FOUNDATION, INC.**

Employer identification number

06-1188156

Part III Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES		STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT	
BNY MELLON - DIVIDENDS	10,507.	342.	10,165.	
BNY MELLON - DIVIDENDS	612.	0.	612.	
TOTAL TO FM 990-PF, PART I, LN 4	11,119.	342.	10,777.	

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	1,250.	1,250.		0.
TO FORM 990-PF, PG 1, LN 16B	1,250.	1,250.		0.

FORM 990-PF	TAXES		STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	13.	13.		0.
EXCISE TAXES	1,171.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,184.	13.		0.

FORM 990-PF	OTHER EXPENSES		STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	2,727.	2,727.		0.
FILING FEES & MISC.	1.	1.		0.
TO FORM 990-PF, PG 1, LN 23	2,728.	2,728.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	5
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DESCRIPTION	AMOUNT
BOOK/TAX DIFFERENCE ON SALE OF DONATED ASSETS	61,208.
TOTAL TO FORM 990-PF, PART III, LINE 5	61,208.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - SEE ATTACHED PORTFOLIO LISTING - STATEMENT 9	376,010.	397,222.
TOTAL TO FORM 990-PF, PART II, LINE 10B	376,010.	397,222.

FORM 990-PF	PART XV - LINE 1A LIST OF FOUNDATION MANAGERS	STATEMENT	7
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NAME OF MANAGER

EDITH P GENGRAS
E CLAYTON GENGRAS JR

E CLAYTON EDITH GENGRAS JR FDN-IMA
EIN #06-1188156
SCHEDULE D ATTACHMENT

Trade Date	Shares	Transaction Description	Net Proceeds	Federal Tax Cost	Short Term Gain/Loss	Long Term Gain/Loss
DONATED STOCKS						
07/12/2013	175.00	SOLD EXXON MOBIL CORP 175 SHARES AT \$93.12	\$ 16,288.72	\$ 875.00	-	\$ 15,413.72
11/19/2012	100.00	SOLD VERIZON COMMUNICATIONS INC 100 SHARES AT \$42.6201	4,257.91	380.00	-	3,877.91
11/19/2012	86.00	SOLD BOEING CO 86 SHARES AT \$71.91	6,180.68	574.77	-	5,605.91
11/19/2012	50.00	SOLD WAL MART STORES INC 50 SHARES AT \$68.23	3,409.42	369.06	-	3,040.36
11/26/2012	300.00	SOLD GENERAL ELECTRIC COMPANY 300 SHARES AT \$20.9517	6,273.37	169.96	-	6,103.41
11/26/2012	200.00	SOLD PLAINS ALL AMERICAN PIPELINE LP 200 SHARES AT \$46.0101	9,193.81	5,599.50	-	3,594.31
12/05/2012	200.00	SOLD PLAINS ALL AMERICAN PIPELINE LP 200 SHARES AT \$45.2601	9,043.82	5,599.00	-	3,444.82
07/12/2013	100.00	SOLD PLAINS ALL AMERICAN PIPELINE LP 100 SHARES AT \$55.959	5,591.80	2,799.50	-	2,792.30
11/26/2012	100.00	SOLD BERKSHIRE HATHAWAY INC DEL CL B 100 SHARES AT \$88.1701	8,815.01	5,690.00	-	3,125.01
12/05/2012	200.00	SOLD BERKSHIRE HATHAWAY INC DEL CL B 200 SHARES AT \$87.6901	17,534.03	11,380.00	-	6,154.03
11/19/2012	200.00	SOLD ABBOTT LABORATORIES 200 SHARES AT \$63.3901	12,677.72	10,080.00	-	2,597.72
11/19/2012	100.00	SOLD ILLINOIS TOOL WKS INC 100 SHARES AT \$59.5001	5,945.88	4,201.00	-	1,744.88
10/23/2012	200.00	SOLD COPANO ENERGY L L C 200 SHARES AT \$31.6101	6,313.88	4,730.00	-	1,583.88
03/06/2013	140.00	SOLD COCA - COLA CO 140 SHARES AT \$38.9701	5,450.09	355.60	-	5,094.49
02/01/2013	70.00	SOLD MC DONALD'S CORPORATION 70 SHARES AT \$95.86	6,707.25	2,546.25	-	4,161.00
03/06/2013	70.00	SOLD MC DONALD'S CORPORATION 70 SHARES AT \$96.75	6,769.55	2,546.25	-	4,223.30
			\$ 130,452.94	\$ 57,895.89	-	\$ 72,557.05

NON-DONATED STOCKS

ST						
12/05/2012	1,790.00	SOLD BNY MELLON SM/MID CAP-M 1,790 UNITS AT \$12.85	\$ 23,001.50	\$ 21,551.60	\$ 1,449.90	-
			\$ 23,001.50	\$ 21,551.60	\$ 1,449.90	
LT						
10/23/2012	9.00	SOLD PRUDENTIAL FINANCIAL INC 9 SHARES AT \$56.98	\$ 512.45	\$ 476.43	-	\$ 36.02
11/19/2012	11.00	SOLD BECTON DICKINSON & CO 11 SHARES AT \$75.96	835.10	756.68	-	78.42
11/19/2012	16.00	SOLD ABBOTT LABORATORIES 216 SHARES AT \$63.3901	1,005.59	804.60	-	200.99
11/19/2012	42.00	SOLD CISCO SYSTEMS INC 42 SHARES AT \$18.17	761.44	1,125.21	-	(363.77)
11/19/2012	8.00	SOLD FRANKLIN RES INC 8 SHARES AT \$129.44	1,035.18	670.94	-	364.24
11/19/2012	50.00	SOLD INTEL CORP 50 SHARES AT \$20.34	1,014.98	852.38	-	162.60
11/19/2012	19.00	SOLD MEDTRONIC INC 19 SHARES AT \$41.61	789.81	898.97	-	(109.16)
11/19/2012	18.00	SOLD MICROCHIP TECHNOLOGY INC 18 SHARES AT \$29.88	537.11	456.64	-	80.47

E CLAYTON EDITH GENGRAS JR FDN-IMA

EIN #06-1188156

SCHEDULE D ATTACHMENT

11/19/2012	60.00	SOLD NEWS CORP -CL A 60 SHARES AT \$23.81	1,426.17	627.01	-	799.16
11/19/2012	22.00	SOLD ROYAL DUTCH SHELL PLC-ADR 22 SHARES AT \$65.9901	1,451.35	1,201.21	-	250.14
11/19/2012	32.00	SOLD TARGET CORP 32 SHARES AT \$62.89	2,011.15	1,361.95	-	649.20
11/19/2012	53.00	SOLD TEXAS INSTRUMENTS INC 53 SHARES AT \$28.80	1,524.25	1,116.84	-	407.41
11/19/2012	44.00	SOLD TOTAL S A ADR 44 SHARES AT \$48.71	2,141.43	2,383.06	-	(241.63)
11/19/2012	60.00	SOLD WALGREEN CO 60 SHARES AT \$32.51	1,948.16	1,776.12	-	172.04
11/26/2012	64.00	SOLD NESTLE SA SPON ADR REPSTG REG 64 SHARES AT \$64.30	4,112.55	2,644.84	-	1,467.71
11/26/2012	56.00	SOLD PHILIP MORRIS INTERNAT-W/I 56 SHARES AT \$89.51	5,010.21	2,324.18	-	2,686.03
11/26/2012	40.00	SOLD ROCHE HOLDINGS LTD SPONSORED ADR 40 SHARES AT \$48.13	1,923.56	1,772.40	-	151.16
12/05/2012	3,081.00	SOLD BNY MELLON INCOME STOCK-M 3,081 UNITS AT \$7.18	22,121.58	20,457.84	-	1,663.74
12/05/2012	80.00	SOLD COCA - COLA CO 80 SHARES AT \$37.38	2,987.13	1,954.46	-	1,032.67
12/05/2012	51.00	SOLD JP MORGAN CHASE & CO 51 SHARES AT \$41.23	2,100.64	1,678.43	-	422.21
12/05/2012	70.00	SOLD JOHNSON & JOHNSON 70 SHARES AT \$70.15	4,907.59	4,241.54	-	666.05
12/05/2012	40.00	SOLD MERCK & CO INC 40 SHARES AT \$44.55	1,780.36	1,150.64	-	629.72
12/05/2012	42.00	SOLD PEPSICO INC 42 SHARES AT \$69.83	2,931.11	2,771.87	-	159.24
12/05/2012	34.00	SOLD QUALCOMM INC 34 SHARES AT \$63.82	2,168.47	1,579.75	-	588.72
07/12/2013	403.55	SOLD BNY MELLON CORP BOND-M 403.551 UNITS AT \$12.55	5,064.56	5,000.00	-	64.56
07/12/2013	2,362.82	SOLD BNY MELLON SM/MID CAP-M 2,362.824 UNITS AT \$15.52	36,671.03	28,448.40	-	8,222.63
07/12/2013	1,715.29	SOLD BNY MELLON ST US GOV SECS-M 1,715.289 UNITS AT \$12.06	20,686.39	21,000.00	(139.00)	(174.61)
07/12/2013	373.41	SOLD BNY MELLON BOND FUND-M 373.413 UNITS AT \$12.97	4,843.17	5,000.00	-	(156.83)
07/12/2013	1,063.84	SOLD BNY MELLON EMERGING MKTS-M 1,063.842 UNITS AT \$9.17	9,755.43	10,000.00	-	(244.57)
07/12/2013	16.00	SOLD CATERPILLAR INC 16 SHARES AT \$86.96	1,390.70	738.22	-	652.48
07/12/2013	62.00	SOLD CONOCOPHILLIPS 62 SHARES AT \$64.68	4,007.61	2,670.11	-	1,337.50
07/12/2013	148.48	SOLD DREYFUS EMG MKT DEBT LOC C-I 148.478 UNITS AT \$14.01	2,080.18	2,000.00	-	80.18
07/12/2013	1,108.01	SOLD DREYFUS HIGH YIELD-I 1,108.007 UNITS AT \$6.61	7,323.93	7,000.00	-	323.93
07/12/2013	271.74	SOLD DREYFUS GLOBAL REAL ES SEC-I 271.739 UNITS AT \$8.48	2,304.35	2,000.00	-	304.35
07/12/2013	1,193.89	SOLD DREYFUS DIVERSIFIED INTL-I 1,193.886 UNITS AT \$10.84	12,941.72	11,129.62	753.71	1,058.39
07/12/2013	26.00	SOLD FREEPORT MCMORAN COPPER & GOLD INC 26 SHARES AT \$28.31	735.01	1,062.36	-	(327.35)
07/12/2013	45.00	SOLD HALLIBURTON CO 45 SHARES AT \$44.0701	1,981.32	1,339.25	-	642.07
07/12/2013	27.00	SOLD OCCIDENTAL PETROLEUM CORP 27 SHARES AT \$89.90	2,426.18	1,783.12	-	643.06
07/12/2013	18.00	SOLD SCHLUMBERGER LTD 18 SHARES AT \$76.7501	1,380.76	1,284.16	-	96.60
07/12/2013	359.71	SOLD TCW EMERGING MARKETS INCOME FUND-I 359.712 UNITS AT \$8.52	3,064.75	3,000.00	-	64.75
07/12/2013	23.00	SOLD UNITED TECHNOLOGIES CORP 23 SHARES AT \$100.2301	2,304.33	1,602.17	-	702.16
			\$ 185,998.79	\$ 160,141.40	\$ 614.71	\$ 25,242.68

E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.
Form 990-PF; Part XV
Grants and Contributions
September 30, 2013
EIN# 06-1188156

<u>Recipient</u>	<u>Relationship</u>	<u>Foundation Status</u>	<u>Purpose of Contribution</u>	<u>Amount</u>
BGCH	None	Public	General Support	\$ 250
CT River Watershed	None	Public	General Support	100
Fenwick Challenge	None	Public	General Support	10,000
Florence Griswold Museum	None	Public	General Support	100
Friends of Loblolly	None	Public	General Support	600
Hartford Stage Company	None	Public	General Support	100
Hobe Sound Community Chest	None	Public	General Support	5,000
House of Bread	None	Public	General Support	100
KHCAC	None	Public	General Support	20,000
Knox Parks, Inc.	None	Public	General Support	100
Loblollypop Foundation	None	Public	General Support	5,000
Michael J. Fox Foundation	None	Public	General Support	500
Miss Porter's School	None	Public	General Support	6,000
Mooreland Hill School	None	Public	General Support	250
Mystic Seaport	None	Public	General Support	100
NBMAA	None	Public	General Support	100
OSHS	None	Public	General Support	100
Oxford Academy	None	Public	General Support	100
Renbrook School	None	Public	General Support	5,000
Shoreline Soup Kitchen	None	Public	General Support	100
Smith College	None	Public	General Support	250
Trinity Episcopal Church	None	Public	General Support	500
University of Saint Joseph	None	Public	General Support	150,000

<i>Total Contributions</i>	<u>\$ 204,350</u>
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STATEMENT #9

Asset detail

Cash and cash equivalents

Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
30,261.65 CRA (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 30,261.65	\$ 30,261.65		\$ 0.00	0.0%	7.1%
Total cash and cash equivalents	\$ 30,261.65	\$ 30,261.65	\$ 0.00	\$ 0.00		7.1%

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,688.405	BNY Mellon Corporate Bond Fund	\$ 12.5900	\$ 33,847.02	\$ 34,800.00	\$ -952.98	\$ 1,035.04	3.1%	7.9%
3,083.846	BNY Mellon Intermediate Bond Fund	12.8000	39,473.23	40,500.00	-1,026.77	909.73	2.3	9.2
2,961.365	BNY Mellon Bond Fund	12.9800	38,438.52	40,000.00	-1,561.48	1,163.82	3.0	9.0
Total taxable pooled vehicle			\$ 111,758.77	\$ 115,300.00	\$ -3,541.23	\$ 3,108.59		26.1%
Total taxable fixed income			\$ 111,758.77	\$ 115,300.00	\$ -3,541.23	\$ 3,108.59		26.1%

Tax exempt

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,878.587	BNY Mellon Municipal Opportunities Fund	\$ 12.6200	\$ 23,707.77	\$ 25,000.00	\$ -1,292.23	\$ 807.79	3.4%	5.6%
Total tax exempt pooled vehicle			\$ 23,707.77	\$ 25,000.00	\$ -1,292.23	\$ 807.79		5.6%
Total tax exempt fixed income			\$ 23,707.77	\$ 25,000.00	\$ -1,292.23	\$ 807.79		5.6%



BNY MELLON
WEALTH MANAGEMENT

Portfolio manager

Eileen Foley Allgrove
860 570 1905



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High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,171,309	Dreyfus High Yield Fund	\$ 6.6200	\$ 7,754.07	\$ 7,900.00	\$ -145.93	\$ 509.52	6.6%	1.8%
Total high yield pooled vehicle								
			\$ 7,754.07	\$ 7,900.00	\$ -145.93	\$ 509.52		1.8%
Total high yield fixed income								
			\$ 7,754.07	\$ 7,900.00	\$ -145.93	\$ 509.52		1.8%

Emerging markets

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
205,128	Dreyfus Emerging Markets Debt Local Currency Fund	\$ 14.1500	\$ 2,902.56	\$ 3,200.00	\$ -297.44	\$ 108.31	3.7%	0.7%
522,388	Tow Emerging Markets Income Fund-I	8.3600	4,367.16	4,900.00	-532.84	276.87	6.3	1.0
Total emerging markets pooled vehicle								
			\$ 7,269.72	\$ 8,100.00	\$ -830.28	\$ 385.18		1.7%
Total emerging markets fixed income								
			\$ 7,269.72	\$ 8,100.00	\$ -830.28	\$ 385.18		1.7%
Total fixed income								
			\$ 150,490.33	\$ 156,300.00	\$ -5,809.67	\$ 4,811.08		35.2%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
13	Apple Inc (AAPL)	\$ 476.7500	\$ 6,197.75	\$ 1,105.41	\$ 5,092.34	\$ 158.60	2.6%	1.5%
737	Coca - Cola Co (KO)	37.8800	27,917.56	519.55	27,398.01	825.44	3.0	6.5
592	Exxon Mobil Corp (XOM)	86.0400	50,935.68	2,960.00	47,975.68	1,491.84	2.9	11.9
5,166,696	BNY Mellon Income Stock Fund (MPISX)	8.6100	44,485.25	34,542.16	9,943.09	1,255.51	2.8	10.4
2,712,13	Dreyfus U.S. Equity Fund (DPUIX)	18.7500	50,852.44	40,000.00	10,852.44	417.67	0.8	11.9
Total U.S. large cap								
			\$ 180,388.58	\$ 79,127.12	\$ 101,261.55	\$ 4,149.05		42.2%



U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
604.23	The BNY Mellon Mid Cap (MPMCX) Multi-Strategy Fund	\$ 13.9600	\$ 8,435.05	\$ 8,000.00	\$ 435.05	\$ 0.00	0.0%	2.0%

Total U.S. mid cap **\$ 8,435.05** **\$ 435.05** **\$ 0.00** **2.0%**

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
132.979	Dreyfus Select Managers Small Cap (DSGIX) Growth Fund	\$ 25.9900	\$ 3,456.12	\$ 3,000.00	\$ 456.12	\$ 0.00	0.0%	0.8%
175.055	Dreyfus Select Managers Small Cap (DMVIX) Value Fund	24.6600	4,316.86	4,000.00	316.86	14.77	0.3	1.0

Total U.S. small cap **\$ 7,772.98** **\$ 772.98** **\$ 14.77** **1.8%**

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
679.773	Dreyfus Diversified International (DFPIX) Fund	\$ 11.3800	\$ 7,735.82	\$ 6,370.38	\$ 1,365.44	\$ 129.16	1.7%	1.8%

Total developed international **\$ 7,735.82** **\$ 1,365.44** **\$ 129.16** **1.8%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
484.966	BNY Mellon Emerging Markets Fund (MEMKX)	\$ 9.7800	\$ 4,742.97	\$ 5,000.00	\$ -257.03	\$ 47.72	1.0%	1.1%
759.688	Dfa Emerging Markets Core Equity (DFCEX) Funds	19.2600	14,631.59	15,000.00	-368.41	279.57	1.9	3.4
924.214	Virtus Emerging Markets Opportunity (HIEMX) Fund	9.6500	8,918.67	10,000.00	-1,081.33	38.91	0.4	2.1

Total emerging markets **\$ 28,293.23** **\$ -1,706.77** **\$ 366.20** **6.6%**



Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,052.42	Dreyfus Global Real Estate (DRLIX) Securities Fund	\$ 8.4000	\$ 8,840.33	\$ 8,800.00	\$ 40.33	\$ 488.32	5.5%	2.1%
Total equity reits			\$ 8,840.33	\$ 8,800.00	\$ 40.33	\$ 488.32		2.1%
Total equities			\$ 241,466.09	\$ 139,297.50	\$ 102,168.59	\$ 5,147.51		56.5%

Alternative investments

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
100	Plains All American Pipeline Unit Ltd Partnership INT	\$ 52.6600	\$ 5,266.00	\$ 2,799.50	\$ 2,466.50	\$ 235.00	4.5%	1.2%
Total alternative investments			\$ 5,266.00	\$ 2,799.50	\$ 2,466.50	\$ 235.00		1.2%
Total assets			\$ 427,484.07	\$ 328,658.65	\$ 98,825.42	\$ 10,193.59		100.0%

CASH	(30,261.65)	(30,261.65)
FMV	397,222.42	298,397.00
	77,613.11 (BOOK/TAX DIFF)	
	376,010.11 BOOK VALUE	



E. Clayton and Edith P. Gengras, Jr., Foundation, Inc.
Form 990-PF, Part X, Line 1
Minimum Investment Return
September 30, 2013
EIN# 06-1188156

	<u>BNY Mellon</u> <u>Securities</u>	<u>BNY Mellon</u> <u>MMF</u>	<u>Totals</u>
Sep-12	\$ 474,262	\$ 11,807	\$ 486,069
Oct-12	462,592	8,105	470,696
Nov-12	379,176	42,335	421,511
Dec-12	328,714	222,095	550,809
Jan-13	356,106	201,410	557,516
Feb-13	432,050	138,222	570,272
Mar-13	467,036	98,666	565,702
Apr-13	493,516	78,414	571,930
May-13	530,598	37,876	568,474
Jun-13	519,764	37,608	557,371
Jul-13	400,795	29,172	429,967
Aug-13	389,443	29,525	418,968
Sep-13	397,222	30,262	427,484
Total	\$ 5,631,274	\$ 965,495	\$ 6,596,770
Average FMV	\$ 433,175	\$ 74,269	\$ 507,444

E. CLAYTON & EDITH P. GENCHAS, JR. FOUNDATION, INC.

300 CONNECTICUT BLVD
EAST HARTFORD, CT
(860) 289-3461

APPLICATION FOR GRANT OF FUNDS

Name of Organization

Address of Organization

Date:

Telephone:

Amount Requested:

Specific purpose for which grant is to be used:

Period of time in which it is to be used:

Anticipated benefits:

How does this project fit in with the objectives
of the organization as a whole:

What are your organization's specific plans for future funding
of this project, if applicable:

STATEMENT II

The following requirements are necessary for each application to be processed and must be submitted with each application:

1. U.S. Internal Revenue Service tax exemption letter dated after 1969.
2. Most recent audited financial report or equivalent Treasurer's Report.
3. Operating budget including period of time in which grant will be needed and budgeted sources of income.

Please attach the above items to this application

Grants shall be limited to tax-exempt, non-profit organizations.

Signature _____

Title _____

Attach extra pages if space is too limited on this form.

STATEMENT II