Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter Social Security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation: MCPHEE FOUNDATION INC

A Employer identification number: 06-1479791

Number and street (or P O box number if mail is not delivered to street address): 44 BELGIAN CIRCLE

Room/suite:

B Telephone number: 860-677-9797

City or town, state or province, country, and ZIP or foreign postal code: BRISTOL, CT 06010

C If exemption application is pending, check here ▶ [ ]

G Check all that apply: [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

D 1. Foreign organizations, check here ▶ [ ]

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

H Check type of organization: [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

I Fair market value of all assets at end of year (*from Part II, col. (c), line 16*) ▶$ 2,398,883.

J Accounting method: [X] Cash [ ] Accrual [ ] Other (specify) (*Part I, column (d) must be on cash basis.*)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ [ ]

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

	Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received	130,000.		N/A	
	2 Check ▶ [ ] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	41,822.	41,822.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	21,729.			
	b Gross sales price for all assets on line 6a 297,931.				
	7 Capital gain net income (from Part IV, line 2)		21,729.		
	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	193,551.	63,551.		
Operating and Administrative Expenses	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 STMT 2	3,750.	3,000.		750.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	167.	167.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	9,073.	16,904.		-7,831.
	24 **Total operating and administrative expenses** Add lines 13 through 23	12,990.	20,071.		-7,081.
	25 Contributions, gifts, grants paid	183,000.			183,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	195,990.	20,071.		175,919.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-2,439.			
	b **Net investment income** (if negative, enter -0-)		43,480.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	150,647.	120,040.	120,040.
	2 Savings and temporary cash investments			
	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 5	69,366.	69,366.	93,675.
	b Investments - corporate stock STMT 6	758,764.	807,566.	1,420,573.
	c Investments - corporate bonds STMT 7	19,330.	19,330.	22,827.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	563,844.	543,210.	741,768.
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	1,561,951.	1,559,512.	2,398,883.
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 ▶ [X] and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted	1,561,951.	1,559,512.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [ ] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds			
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 **Total net assets or fund balances**	1,561,951.	1,559,512.	
	31 **Total liabilities and net assets/fund balances**	1,561,951.	1,559,512.	

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	1,561,951.
2	Enter amount from Part I, line 27a	2	-2,439.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	1,559,512.
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	1,559,512.

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	297,931.		276,202.	21,729.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
	(i) F.M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				
b				
c				
d				
e				21,729.

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	21,729.
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))
2012	135,876.	2,078,713.	.065365
2011	102,310.	1,863,614.	.054899
2010	132,528.	1,726,122.	.076778
2009	91,275.	1,401,218.	.065140
2008	122,191.	1,649,888.	.074060

2 **Total** of line 1, column (d)	2	.336242
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	.067248
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,227,754.
5 Multiply line 4 by line 3	5	149,812.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	435.
7 Add lines 5 and 6	7	150,247.
8 Enter qualifying distributions from Part XII, line 4	8	175,919.

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 ▶ ☐ and enter "N/A" on line 1. 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 ▶ [X] and enter 1% of Part I, line 27b			1	435.
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	435.
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	435.
6 Credits/Payments				
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	929.		
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	929.
8 Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached			8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	494.
11 Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 494.	Refunded ▶		11	0.

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?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
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.			
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.			
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.*	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? *If "Yes," attach a conformed copy of the changes*	3		X
4a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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?	6	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*	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ 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*	8b	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses STMT 9	10	X	

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

		Line	Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MARIE C POPIELARCZYK Telephone no ▶860-677-9797

Located at ▶505 MAIN STREET, FARMINGTON, CT ZIP+4 ▶06032

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

		Line	Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception**. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
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 2013?		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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?	☐ Yes ☒ 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?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 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 2013.)*	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 2013?		4b		X

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

5a During the year did the foundation pay or incur any amount to				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	**5b**		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		**6b**		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	**7b**		

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

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	2,116,133.
b	Average of monthly cash balances	1b	145,546.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,261,679.
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	2,261,679.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	33,925.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,227,754.
6	**Minimum investment return.** Enter 5% of line 5	6	111,388.

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	111,388.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 435.		
b	Income tax for 2013 (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	435.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	110,953.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	110,953.
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	110,953.

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	175,919.
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	175,919.
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	435.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	175,484.

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 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7					110,953.
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only				0.	
b Total for prior years _____, _____, _____			0.		
3 Excess distributions carryover, if any, to 2013					
a From 2008	40,265.				
b From 2009					
c From 2010	46,666.				
d From 2011	10,279.				
e From 2012	32,402.				
f Total of lines 3a through e		129,612.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 175,919.					
a Applied to 2012, 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 2013 distributable amount					110,953.
e Remaining amount distributed out of corpus		64,966.			
5 Excess distributions carryover applied to 2013 (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		194,578.			
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 2012 Subtract line 4a from line 2a Taxable amount - see instr.				0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					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 2008 not applied on line 5 or line 7		40,265.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a		154,313.			
10 Analysis of line 9.					
a Excess from 2009					
b Excess from 2010	46,666.				
c Excess from 2011	10,279.				
d Excess from 2012	32,402.				
e Excess from 2013	64,966.				

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 2013, enter the date of the ruling ▶

b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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))

SEE STATEMENT 11

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 ▶ [X] 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 address of the person to whom applications should be addressed:

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

c Any submission deadlines.

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED SCHEDULE				183,000.
Total			▶ 3a	183,000.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
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	41,822.	
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	21,729.	
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.		63,551.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 63,551.

(See worksheet in line 13 instructions to verify calculations)

Part XVI-B 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**

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

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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: 5-8-14 — Title: Corporate Secretary

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LOUIS VAMVAKAS CPA		05/05/14		P00448023
Firm's name ▶ GITLIN CAMPISE, LLC			Firm's EIN ▶ 06-0671881	
Firm's address ▶ 836 FARMINGTON AVE. WEST HARTFORD, CT 06119			Phone no (860)236-5833	

Form **990-PF** (2013)

323622
10-10-13

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	BARRICK GOLD CORP CAD		07/17/12	04/11/13
b	BARRICK GOLD CORP CAD		07/26/12	04/11/13
c	RS FLOATING RATE FUND		VARIOUS	09/18/13
d	SAFRA NATL BANK		12/31/12	06/30/13
e	SYNOVUS BK		06/04/13	11/22/13
f	ANADARKO PETROLIUM		01/05/10	04/15/13
g	BARRICK GOLD CORP CAD		02/28/12	04/11/13
h	ETFS PLATINUM TR		10/25/10	12/17/13
i	HOME DEPOT INC		06/06/97	10/04/13
j	ISHARES TIPS		01/21/05	09/18/13
k	ISHARES US BASIC		10/06/09	05/02/13
l	LINKEDIN CORP		03/21/12	10/04/13
m	RS FLOATING RATE FUND		08/31/12	09/18/13
n	SOUTHERN CO		06/05/01	09/10/13
o	ZOETIS INC.		04/30/97	06/27/13

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,855.		2,573.	-718.
b	5,094.		6,693.	-1,599.
c	2,364.		2,368.	-4.
d	50,000.		50,000.	0.
e	50,000.		49,938.	62.
f	15,392.		12,599.	2,793.
g	9,743.		19,376.	-9,633.
h	13,643.		17,294.	-3,651.
i	15,206.		2,957.	12,249.
j	27,610.		26,786.	824.
k	23,422.		18,711.	4,711.
l	12,227.		4,969.	7,258.
m	50,704.		50,063.	641.
n	20,670.		11,875.	8,795.
o	1.			1.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
	(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				-718.
b				-1,599.
c				-4.
d				0.
e				62.
f				2,793.
g				-9,633.
h				-3,651.
i				12,249.
j				824.
k				4,711.
l				7,258.
m				641.
n				8,795.
o				1.

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	21,729.
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

UBS Summary of Investments for McPhee Foundation

Name	Valuation Method	# Share 12/31/2013	**Book Basis Balance 12/31/2013**	**Marlet Value 12/31/2013**
Equities				
Air Prod & Chemical	Cost	200	12,583.50	22,356 00
American Intl Group	Cost	675	19,500 75	34,458.75
Apache Corp	Cost	175	13,436.50	15,039.50
Apple Inc	Cost	25	15,419.75	14,025.50
	Cost	15	6,384.30	8,415.30
	Cost	12	5,320 08	6,732.24
Bed Bath & Beyond	MV Date Gift	410	13,247.10	32,923.00
Berkshire Hathaway	Cost	50	2,936.85	5,928 00
	Cost	450	28,485 00	53,352.00
Biomarin Pharmaceutic	Cost	300	1,554.00	21,105 00
Celegne Corp	MV Date Gift	250	19,106 32	42,242.00
Cisco Sys	MV Date Gift	600	40,735.81	13,458.00
CME Group	Cost	700	40,335.97	54,922 00
	Cost	100	5,041.40	7,846.00
Exxon Mobil	Cost	400	24,135.68	40,480.00
	Cost	300	12,720.00	30,360.00
Facebook	Cost	500	22,423.75	27,324.50
Genl Elec	MV Date Gift	375	13,386.00	10,511.25
	MV Date Gift	1,125	37,870.00	31,533 75
	Cost	500	7,200.00	14,015 00
Gilead Sci	Cost	700	9,633.75	52,570.00
Google Inc. CL A	Cost	25	18,975.50	28,017 75
Home Depot	Cost	100	1,478.54	8,234.00
	Cost	100	3,665.00	8,234.00
	Cost	500	11,284 76	41,170.00
Intel	MV Date Gift	400	9,792.00	10,382.00
Intel	Cost	600	11,099.45	15,573.00
Linkedin Corp CL A	Cost	250	19,874.00	43,366.00
McDonalds	Cost	250	6,591 94	24,257.50
	Cost	170	17,569.00	16,495.00
Mead Johnson Nutrition	Cost	169	6,895.80	14,155.44
Merck & Co	Cost	30	1,398 29	1,501.50
Merck & Co	Cost	480	16,947 60	24,024.00
Microsoft	MV Date Gift	450	6,696.00	16,834.50
	Cost	800	11,580.70	29,928 00
United Financial Banc C	MV Date Gift	4,404	29,900.00	83,191.56
Northeast Utilities	Cost	620	12,449 60	26,281.80
Oracle	MV Date Gift	1,500	39,940.00	57,390.00
Pfizer	Cost	122	1,628.63	3,736.86
	Cost	1,100	20,223.04	33,693 00
Price T Rowe	Cost	470	5,287.20	39,371.90
Procter & Gamble	Cost	43	1,824.18	3,500.63
	Cost	146	5,240.63	11,885.86
	Cost	98	3,088 25	7,978.18
Ralph Lauren	Cost	275	29,800 65	48,556.75
Royal Dutch Shell	Cost	250	11,702.50	17,817.50
Travelers	Cost	175	11,137.91	15,844.50
Travelers	Cost	175	8,495 69	15,844.50
United Technologies	Cost	400	15,690.00	45,520.00
	Cost	100	2,492.50	11,380.00
Vertex	Cost	400	30,969.08	29,720 00
	Cost	75	4,571.99	5,572 50
Wal Mart Stores	Cost	300	14,718.00	23,607.00

UBS Summary of Investments for McPhee Foundation

Name	Valuation Method	# Share 12/31/2013	Book Basis Balance 12/31/2013	Marlet Value 12/31/2013
Walgreen	Cost	970	26,412.86	55,716.90
Whole foods	Cost	300	17,867 40	17,349.00
Zoetis (Pfizer 6/28/13)	Cost	385	5,192.49	12,585 65
3M Co	Cost	230	13,628.65	32,257.50
Total equities		**25,399**	**807,566.34**	**1,420,572.07**
Closed End Mutuals		0	0.00	0.00
Ishares Inc MSCI Mexic	Cost	775	48,295 57	52,700.00
Ishares Russell 3000	Cost	250	15,990.00	27,662.50
	Cost	300	25,557.00	33,195.00
Ishares Russell Midcap	Cost	250	23,350.00	37,495.00
	Cost	250	26,090.00	37,495.00
Ishares Transport Avg I	Cost	200	16,998.00	26,380.00
Ishars FTSE/XINHUA C	Cost	600	10,798 00	23,022.00
Ishars FTSE/XINHUA C	Cost	400	14,022.92	15,348 00
Ishares Russell Microca	Cost	300	16,065 00	22,536.00
	Cost	200	11,398.00	15,024 00
	Cost	250	13,530.00	18,780.00
	Cost	140	4,145.40	10,516.80
Ishare US Dow Jones M	Cost	600	35,852.76	55,686.00
Ishare S&P Global Cons	Cost	900	36,267.74	75,672.00
Vanguard Sector Index I	Cost	325	23,849.84	29,100.50
	Cost	100	7,337.50	8,954.00
	Cost	125	9,179.16	11,192 50
Vanguard Intl Equity Ind	Cost	810	34,449 30	33,323.40
Total Closed end Mutual funds		**6,775**	**373,176.19**	**534,082.70**
Mutual Funds				
Henderson Global inves	Cost	475	11,241 20	16,750.10
	Cost	40	936.12	1,400.30
	Cost	1,839	56,004.21	64,814.07
Tot Mutual Funds		**2,354**	**68,181.53**	**82,964.47**
Mutual Funds -Fixed Income				
Franklin/templeton Glob	Cost	2,859	40,000.00	37,569.69
Franklin/templeton Glob	Cost	472	6,149 58	6,204.19
Nuveen Symphone Cre	Cost	1,124	25,000.00	25,449.44
Nuveen Symphone Cre	Cost	21	472 17	472 14
Tot Mutual Funds-Fixed Income		**9,475**	**71,621.75**	**69,695.46**
		0	0.00	0.00
Broad commodities		0	0.00	0.00
ETFS Palladium Tr	Cost	290	17,459.39	20,189.80
Streettracks Gold Trust	Cost	300	12,771.00	34,836.00
Tot Altern Strategies		**590**	**30,230.39**	**55,025.80**
Total Other Investments			**543,209.86**	**741,768.43**
		0	0.00	0.00
Government Securities		0	0.00	0.00
US Trsy Bond 6% 2/15/	Cost	40,000	40,732.46	53,138.40
US Trsy Bond 6 25% 2/	Cost	30,000	28,633.20	42,612.81
Tot Governmt Sec		**70,000**	**69,365.66**	**93,675.21**
		0	0.00	0.00
Total US Government		**70,000**	**69,365.66**	**93,675.21**
Corp Bonds & Notes		0	0.00	0.00

UBS Summary of Investments for McPhee Foundation

Name	Valuation Method	# Share 12/31/2013	**Book Basis Balance 12/31/2013**	**Marlet Value 12/31/2013**
GE Global Insurance	Cost	20,000	19,330 00	22,827.40
Tot Corp Bds & Nts		**20,000**	**19,330.00**	**22,827.40**
		0	0.00	0.00
Tot CD's and Corp Bds & Nts		**20,000**	**19,330.00**	**22,827.40**
		0	0.00	0.00
Total Investment		**134,593**	**1,439,471.86**	**2,278,843.11**

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS PORTFOLIO MANAGEMENT 413	41,822.	0.	41,822.	41,822.	
TO PART I, LINE 4	41,822.	0.	41,822.	41,822.	

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 AND RETURN PREPARATION	3,750.	3,000.		750.
TO FORM 990-PF, PG 1, LN 16B	3,750.	3,000.		750.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
UBS - FOREIGN TAX WITHHELD	167.	167.		0.
TO FORM 990-PF, PG 1, LN 18	167.	167.		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
UBS FEES	16,904.	16,904.		0.
RETURN OF PREVIOUS YEARS DONATION	-7,831.	0.		-7,831.
TO FORM 990-PF, PG 1, LN 23	9,073.	16,904.		-7,831.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 5

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
U.S. GOVERNMENT OBLIGATIONS - SEE ATTACHED	X		69,366.	93,675.
TOTAL U.S. GOVERNMENT OBLIGATIONS			69,366.	93,675.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			69,366.	93,675.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK -SEE ATTACHED	807,566.	1,420,573.
TOTAL TO FORM 990-PF, PART II, LINE 10B	807,566.	1,420,573.

FORM 990-PF CORPORATE BONDS STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS -SEE ATTACHED	19,330.	22,827.
TOTAL TO FORM 990-PF, PART II, LINE 10C	19,330.	22,827.

FORM 990-PF OTHER INVESTMENTS STATEMENT 8

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
OTHER INVESTMENTS - SEE ATTACHED	COST	543,210.	741,768.
TOTAL TO FORM 990-PF, PART II, LINE 13		543,210.	741,768.

FORM 990-PF | LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10 | STATEMENT 9

NAME OF CONTRIBUTOR	ADDRESS
MARCUS MCPHEE	72 WHIPPOORWILL LANE BRISTOL, CT 06010
MICHAEL MCPHEE	46 EAST HYERDALE GOSHEN, CT 06756
EDWARDE T MCPHEE	44 BELGIAN CIRCLE BRISTOL, CT 06010

FORM 990-PF | PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS | STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
EDWARD T MCPHEE JR 44 BELGIAN CIRCLE BRISTOL, CT 06010	PRESIDENT 0.00	0.	0.	0.
CAROLE T MCPHEE 44 BELGIAN CIRCLE BRISTOL, CT 06010	VICE PRESIDENT 0.00	0.	0.	0.
MARIE C POPIELARCZYK 6 BRICH ST UNIONVILLE, CT 06085	SECRETARY 0.00	0.	0.	0.
BARBARA MCPHEE 46 EAST HYERDALE GOSHEN, CT 06756	DIRECTOR 0.00	0.	0.	0.
RITA MCPHEE 30 BELGIAN CIRCLE BRISTOL, CT 06010	DIRECTOR 0.00	0.	0.	0.
ROBIN MCPHEE 72 WHIPPOORWILL LANE BRISTOL, CT 06010	DIRECTOR 0.00	0.	0.	0.

MAUREEN LEE 103 BRADFORD WALK FARMINGTON, CT 06032	DIRECTOR 0.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF — PART XV - LINE 1A — LIST OF FOUNDATION MANAGERS — STATEMENT 11

NAME OF MANAGER

EDWARD T MCPHEE JR
CAROLE T MCPHEE

McPhee Foundation Gift Recipients During 2013 Year	*Donee Relationship*	*Foundation Status*	*Puropose of Grant*	*Amount & Date*	**EXHIBIT H** ***2013 Total: $183,000***
Adelbrook, Inc. 60 Hicksville Road Cromwell, CT 06416 Attn Cynthia Bartholomew	None	501(c)(3)	Enrichment Activiites	$ 2,000 10-11-2013	Phone 860-635-6010 x312 Fax 860-635-3425 Cynthia Bartholomew cbartholomew@adelbrook org
The Bridge Family Center, Inc 1022 Farmington Avenue West Hartford, CT 06107-2105 Attn Margaret Hann	None	501(c)(3)	STAR Homes Enrichment	$ 7,000 10-11-2013	Phone 860-521-8035 Fax 860-521-8036 Margaret Hann info@bridgefamilycenter.org
Bristol Adult Resource Center, Inc 621 Jerome Avenue, P.O Box 726 Bristol, CT 06011-0726 Attn Judy Gebben	None	501(c)(3)	Greenhouse Program	$ 3,000 10-11-2013	Phone 860-582-9102 Fax 860-582-8280 Judy Gebben jgebben@bristolarc.org
Bristol Boys & Girls Club Assoc , Inc 105 Laurel Street Bristol, CT 0610 Attn Michael Suchopar	None	501(c)(3)	Capital Campaign	$20,000 10-11-2013	Phone 860-540-3100 Fax 860-583-2841 Michael Suchopar michael@bbgc.org
Center for Children's Advocacy (CCA) 65 Elizabeth Street Hartford, CT 06105 Attn Martha Stone	None	501(c)(3)	Medical Legal Partnership	$ 7,000 10-11-2013	Phone 860-570-5327 Fax 860-570-5256 Martha Stone mstone@kidscounsel.org
The Connecticut Radio Information Syst., Inc 315 Windsor Avenue Windsor, CT 06095 Attn Diane Weaver Dunne	None	501(c)(3)	MP3 Players & Internet Radios	$ 2,000 10-11-2013	Phone 860-527-8000 Fax 860-727-9581 Diane Weaver Dunne info@crisradio org
Covenant to Care for Children 120 Mountain Avenue, Suite 212 Bloomfield, CT 06002 Attn Caryl J Hallberg	None	501(c)(3)	Critical Goods Program	$10,000 10-11-2013	Phone 860-234-0100 Fax 860-243-0100 Caryl Hallberg ltaylor@covenanttocare org
Dress for Success Htfd County, Inc P O Box 2343 Hartford, CT 06146-2343 Attn Sara Avatapalli	None	501(c)(3)	Clothing/ Supplies for the Underpriviledged Suits ($3,000) Shoes (2,000)	$ 5,000 10-11-2013	Phone 860-525-5015 Fax 860-525-5025 Sara Avatapalli hartford@dressforsuccess org
EVA Nepal, Inc 56 Tremont Street Hartford, CT 06105 Attn Laura Spero	None	501(c)(3)	Gaky's Light Fellowship Program	$ 5,000 10-11-2013	Phone 301-580-6689 Laura Spero laura@evanepal org

McPhee Foundation Gift Recipients During 2013 Year	*Donee Relationship*	*Foundation Status*	*Puropose of Grant*	*Amount & Date*	**EXHIBIT H** *2013 Total: $183,000*
Family Centered Services of CT Formally Coordinating Council for Children in Crisis 235 Nicoll Street, rear New Haven, CT 06511 Attn· Cheryl Burack	None	501(c)(3)	Nurturing Families Progam	$ 5,000 10-11-2013	Phone 203-624-2600 Fax 203-562-6232 Cheryl Burack cburack@familyct org
Gifts of Love, Families Helping Families 35 East Main St , P O Box 463 Avon, CT 06001 Attn Diana Goode	None	501(c)(3)	Weekend Food Backpack Program	$ 1,000 10-11-2013	Phone 860-676-2323 Fax 860-676-9862 Diana Goode dgoode@giftsoflovect org
Harriet Beecher Stowe Center 77 Forest Street Hartford, CT 06105 Attn Katherine Kane	None	501(c)(3)	Student Education Program	$ 3,000 10-11-2013	Phone 860-522-9258 Fax 860-522-9259 Katherine Kane aspak@stowecenter org
My Sister's Place, Inc 237 Hamilton, Suite 203 Hartford, CT 06106 Attn Diane Paige'Blondet	None	501(c)(3)	Recreation- Enrichment Programs	$ 5,000 10-11-2013	Phone 860-895-6629 Fax 860-493-1330 Lisa P lisap@sistersplacect org
The Open Hearth, Incorporated 150 Charter Oak Avenue Hartford, CT 06106-5702 Attn: Marilyn Rossetti	None	501(c)(3)	Meals for Homeless Men	$ 6,000 10-11-2013	Phone 860-525-3447 Fax 860-920-0011 Marilyn Rossetti mrossetti@theopenhearth.org
The Plainville Comm Food Pantry, Inc 54 South Canal St , P O Box 233 Plainville, CT 06062 Attn Susie Woerz	None	501(c)(3)	Intervention and Outreach Programs	$ 5,000 10-11-2013	Phone 860-747-1919 Fax 860-793-2475 Susie Woerz plainvillefoodpantry@yahoo com
Prudence Crandall Center, Inc P O Box 895 New Britian, CT 06050 Attn Barbara Damon	None	501(c)(3)	Rose Hill- Operating Support	$15,000 10-11-2013	Phone 860-225-5187 x13 Fax 860-826-4994 Barbara Damon bdamon@prudencecrandall org
St Joseph School 335 Center Street Bristol, CT 06010 Attn Mark Monnerat	None	501(c)(3)	Fencing for New Playground	$ 2,000 10-11-2013	Phone 860-582-8696 Mark Monnerat schooloffice@stjosephbristol org

McPhee Foundation Gift Recipients During 2013 Year	***Donee Relationship***	***Foundation Status***	***Puropose of Grant***	***Amount & Date***	**EXHIBIT H** ***2013 Total: $183,000***
St Patrick's Parish 7 Burlington Ave ; P O Box 287 Collinsville, CT 06022 Attn: Scott Scala	None	501(c)(3)	Feeding Program- Lilivois, Haiti	$ 5,000 10-11-2013	Phone 860-693-3173 Fax 860-693-3173 Scott Scala scotscala@sbcglobal net
St Paul Catholic High School 1001 Stafford Avenue Bristol, CT 06010 Attn. Cary Dumont	None	501(c)(3)	Wi-Fi Network	$20,000 10-11-2013	Phone 860-584-0911 Fax 860-583-4965 Cary Dumont cdumont@spchs.com
St Vincent DePaul Miss of Bristol, Inc 19 Jacobs St., P.O. Box 1922 Bristol, CT 06011-1922 Attn Phillip Lysiak	None	501(c)(3)	Shelter Operating Expenses	$20,000 10-11-2013	Phone 860-589-0702 Fax 860-589-4970 Phillip Lysiak bksvdo@comcast net
Volunteers in Psychotherapy, Inc 7 South main Street West Hartford, CT 06107 Attn Richard Shulman	None	501(c)(3)	Professional Therapy Program	$10,000 10-11-2013	Phone 860-233-5115 Fax 860-231-9063 Richard Shulman CTVIP@hotmail com
Wheeler Clinic, Inc 91 Nortwest Drive Plainville, CT 06062 Attn. Susan Walkama	None	501(c)(3)	Head of Class Initiative	$15,000 10-11-2013	Phone 860-224-6375 Fax 860-229-7302 Susan Walkama jmchale@wheelerclinic.org
Yale University- Ofc Of Development 157 Church Street New Haven, CT 06521 Attn Jane Hadjimichael	None	501(c)(3)	Weight Management Program	$10,000 10-11-2013	Phone 203-436-8507 Fax 203-436-8563 Jancy Houck jane hadjimichael@yale edu