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Return of Private Foundation

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue ServiceDo 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.

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation Walton E. and Mary T. Burdick Family Foundation		A Employer identification number 06-6379689
Number and street (or P.O. box number if mail is not delivered to street address) c/o Cummings & Lockwood P.O. Box 120	Room/suite	B Telephone number (203) 351-4343
City or town, state or province, country, and ZIP or foreign postal code Stamford, CT 06904-0120		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) \$ 1,559,787.	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		99,000.		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		15,283.	15,283.		Statement 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		19,813.			
b Gross sales price for all assets on line 6a		187,308.			
7 Capital gain net income (from Part IV, line 2)			19,813.		
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		134,096.	35,096.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees Stmt 2		5,089.	3,817.		1,272.
b Accounting fees					
c Other professional fees Stmt 3		12,411.	12,411.		0.
17 Interest					
18 Taxes Stmt 4		383.	383.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses Stmt 5		380.	0.		380.
24 Total operating and administrative expenses. Add lines 13 through 23		18,263.	16,611.		1,652.
25 Contributions, gifts, grants paid		44,000.			44,000.
26 Total expenses and disbursements. Add lines 24 and 25		62,263.	16,611.		45,652.
27 Subtract line 26 from line 12		71,833.			
a Excess of revenue over expenses and disbursements			18,485.		
b Net investment income (if negative, enter -0-)					
c Adjusted net income (if negative, enter -0-)				N/A	

**Walton E. and Mary T. Burdick Family
Foundation**

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Part II Balance Sheets <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	77,577.	107,108.	107,108.
	2 Savings and temporary cash investments	167,547.	143,870.	143,870.
	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	883,692.	949,671.	1,308,809.
	c Investments - corporate bonds			
	Liabilities	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 - see the instructions. Also, see page 1, item 1)		1,128,816.	1,200,649.	1,559,787.
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"/>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>			
	27 Capital stock, trust principal, or current funds	637,324.	637,324.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	491,492.	563,325.	
30 Total net assets or fund balances	1,128,816.	1,200,649.		
31 Total liabilities and net assets/fund balances	1,128,816.	1,200,649.		

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)	1,128,816.
2 Enter amount from Part I, line 27a	71,833.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	1,200,649.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	1,200,649.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Publicly Traded Securities	P		
b Publicly Traded Securities	P		
c Golar LNG principal distributions	P		
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 10,523.		16,138.	<5,615.>
b 175,930.		151,357.	24,573.
c 855.			855.
d			
e			

(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			<5,615.>
b			24,573.
c			855.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	19,813.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):		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	46,957.	1,106,397.	.042441
2011	16,833.	1,030,520.	.016334
2010	30,307.	855,309.	.035434
2009	22,466.	633,448.	.035466
2008	22,235.	775,733.	.028663

2 Total of line 1, column (d)	2	.158338
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	.031668
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,309,623.
5 Multiply line 4 by line 3	5	41,473.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	185.
7 Add lines 5 and 6	7	41,658.
8 Enter qualifying distributions from Part XII, line 4	8	45,652.

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)			
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		1	185.
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	185.
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	185.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	987.	
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	987.	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	802.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> 802. Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 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 checked="" type="checkbox"/> NY		
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 2013 or the taxable year beginning in 2013 (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

N/A

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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 ► <u>N/A</u>	13	X	
14	The books are in care of ► <u>Cummings & Lockwood (NPM)</u> Telephone no. ► <u>(203) 351-4275</u> Located at ► <u>Six Landmark Sq., P.O. Box 120, Stamford, CT</u> ZIP+4 ► <u>06904-0120</u>			
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 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? 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 <input type="checkbox"/> 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 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? <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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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

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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	1,124,138.
b	Average of monthly cash balances	1b	205,428.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	1,329,566.
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	1,329,566.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	19,943.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,309,623.
6	Minimum investment return. Enter 5% of line 5	6	65,481.

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	65,481.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	185.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	185.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	65,296.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	65,296.
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	65,296.

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	45,652.
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	45,652.
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	185.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	45,467.

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.

Walton E. and Mary T. Burdick Family
Foundation

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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				65,296.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			39,700.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 45,652.				
a Applied to 2012, but not more than line 2a			39,700.	
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				5,952.
e Remaining amount distributed out of corpus	0.			
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	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 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				59,344.
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	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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Foundation

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
American Cancer Society 77 Pierce Drive Pleasantville, NY 10570		PC	General Support	3,500.
Avon Theatre Film Center 8 Sound Shore Dr., Ste 140 Greenwich, CT 06830		PC	General Support	500.
Boys & Girls Club of Northern Westchester 351 Main Street Mt. Kisco, NY 10549		PC	General Support	1,450.
Brunswick School 100 Maher Ave. Greenwich, CT 06830		PC	General Support	500.
Catholic Faith Appeal, Diocese of Venice in Florida P.O. Box 60759 Fort Meyers, FL 33906		PC	General Support	500.
Total See continuation sheet(s) ▶ 3a				44,000.
b Approved for future payment				
None				
Total ▶ 3b				0.

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.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2013

Name of the organization

Walton E. and Mary T. Burdick Family
Foundation

Employer identification number

06-6379689

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 its Form 990-PF, Part I, line 2, 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) (2013)

Name of organization

Walton E. and Mary T. Burdick Family
Foundation

Employer identification number

06-6379689

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	Burdick Char. Lead Annuity Trust 13023 White Violet Drive Naples, FL 34119	\$ 99,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization

Walton E. and Mary T. Burdick Family
Foundation

Employer identification number

06-6379689

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

Walton E. and Mary T. Burdick Family
Foundation

06-6379689

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	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
JP Morgan Clrg/Private Capital	15,283.	0.	15,283.	15,283.	
To Part I, line 4	15,283.	0.	15,283.	15,283.	

Form 990-PF Legal Fees Statement 2

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Cummings & Lockwood	5,089.	3,817.		1,272.
To Fm 990-PF, Pg 1, ln 16a	5,089.	3,817.		1,272.

Form 990-PF Other Professional Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Private Capital	12,411.	12,411.		0.
To Form 990-PF, Pg 1, ln 16c	12,411.	12,411.		0.

Form 990-PF Taxes Statement 4

Description	(a) Expenses Per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Private Capital Foreign taxes	383.	383.		0.
To Form 990-PF, Pg 1, ln 18	383.	383.		0.

Form 990-PF	Other Expenses	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
New York State Dept. of Law, filing fee	250.	0.		250.
ALM - publication of notice	130.	0.		130.
To Form 990-PF, Pg 1, ln 23	380.	0.		380.

Form 990-PF	Corporate Stock	Statement	6
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Description	Book Value	Fair Market Value
Thru Private Capital, per attached	949,671.	1,308,809.
Total to Form 990-PF, Part II, line 10b	949,671.	1,308,809.

Form 990-PF Part VIII - List of Officers, Directors Statement 7
Trustees and Foundation Managers

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account	
Mary T. Burdick c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 0.50	0.	0.	0.
Rebecca T. Wilburne c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 0.50	0.	0.	0.
Kelly B. Fischetti c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 0.50	0.	0.	0.
Jeffrey J. Burdick c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 1.00	0.	0.	0.
Christopher T. Burdick c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 0.50	0.	0.	0.
Thomas W. Burdick c/o Cummings & Lockwood (JRM), P.O. Box 120 Stamford, CT 06904-0120	Trustee 0.50	0.	0.	0.
Totals included on 990-PF, Page 6, Part VIII		0.	0.	0.

Private Capital Management
PORTFOLIO APPRAISAL
Walton E. and Mary T. Burdick Family Foundation
Inception Date: 1/4/2007 - Tax-Exempt
December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
COMMON STOCK							
Energy							
675	Golar LNG Limited	12.15	8,200.19	36.29	24,495.75	1.7	5.0
500	Golar LNG Partners, LP	22.51	11,255.00	30.25	15,125.00	1.0	6.9
475	Noble Corporation PLC	34.25	16,269.52	37.47	17,798.25	1.2	2.7
1,900	Swift Energy Company	20.21	38,396.05	13.50	25,650.00	1.8	0.0
1,100	Ultra Petroleum Corp.	32.19	35,404.83	21.65	23,815.00	1.6	0.0
			109,525.59		106,884.00	7.4	2.6
Materials							
250	Celanese Corporation	52.82	13,206.03	55.31	13,827.50	1.0	1.3
			13,206.03		13,827.50	1.0	1.3
Industrials							
2,050	Air Transport Services Group, Inc.	5.51	11,290.57	8.09	16,584.50	1.1	0.0
550	Progressive Waste Solutions, Ltd.	20.21	11,117.98	24.75	13,612.50	0.9	2.2
750	Titan International, Inc.	17.51	13,130.31	17.98	13,485.00	0.9	0.1
			- 35,538.86		43,682.00	3.0	0.7
Consumer Discretionary							
325	Advance Auto Parts, Inc.	77.63	25,228.58	110.68	35,971.00	2.5	0.2
200	American Public Education, Inc.	30.22	6,044.10	43.47	8,694.00	0.6	0.0
725	Ascena Retail Group, Inc.	18.03	13,069.15	21.16	15,341.00	1.1	0.0
550	AutoNation Inc.	12.98	7,138.54	49.69	27,329.50	1.9	0.0
325	DeVry Education Group Inc.	46.52	15,119.90	35.50	11,537.50	0.8	1.0
450	Gildan Activewear, Inc.	26.95	12,128.54	53.31	23,989.50	1.7	0.8
1,000	Marcus Corp.	22.81	22,805.35	13.44	13,440.00	0.9	2.5
425	Rent-A-Center, Inc.	33.45	14,216.68	33.34	14,169.50	1.0	2.8
			115,750.84		150,472.00	10.4	0.7
Consumer Staples							
750	Darling International Inc.	14.54	10,901.62	20.88	15,660.00	1.1	0.0
			10,901.62		15,660.00	1.1	0.0
Health Care							
212	Actavis PLC	133.19	28,236.05	168.00	35,616.00	2.5	0.0
1,275	Alere Inc.	28.79	36,706.06	36.20	46,155.00	3.2	0.0
400	Covidien PLC	34.06	13,624.59	68.10	27,240.00	1.9	1.9
600	Universal Health Services Inc. CL B	27.02	16,212.11	81.26	48,756.00	3.4	0.2
650	Valeant Pharmaceuticals International Inc.	16.03	10,420.69	117.40	76,310.00	5.2	0.0
225	Zimmer Holdings Inc.	43.22	9,725.47	93.19	20,967.75	1.4	0.9
			114,924.97		255,044.75	17.5	0.3
Financials							
1,900	1st United Bancorp, Inc.	7.27	13,808.93	7.61	14,459.00	1.0	0.5

Private Capital Management
PORTFOLIO APPRAISAL
Walton E. and Mary T. Burdick Family Foundation
Inception Date: 1/4/2007 - Tax-Exempt
December 31, 2013

Quantity	Security	Unit Cost	Total Cost	Price	Market Value	Pct. Assets	Cur. Yield
300	Bank of Hawaii Corp.	53.56	16,068.00	59.14	17,742.00	1.2	3.0
900	Brookline Bancorp Inc.	13.23	11,902.59	9.55	8,595.00	0.6	3.6
325	Federated Investors, Inc.	14.93	4,851.11	28.80	9,360.00	0.6	3.5
275	First Financial Holdings, Inc.	56.93	15,655.98	66.51	18,290.25	1.3	1.1
500	Glacier Bancorp Inc.	23.57	11,782.95	29.79	14,895.00	1.0	2.1
675	INTL FCStone Inc	20.54	13,865.74	18.49	12,482.10	0.9	0.0
500	Independent Bank Corp.-MA	33.60	16,802.05	39.12	19,560.00	1.3	2.2
825	OceanFirst Financial Corp.	14.66	12,091.90	17.13	14,132.25	1.0	2.8
700	Oppenheimer Holdings Inc.	28.98	20,287.33	24.78	17,346.00	1.2	1.8
750	Raymond James Financial Inc.	29.47	22,105.75	52.19	39,142.50	2.7	1.2
750	State Bank Financial Corporation	15.69	11,769.71	18.19	13,642.50	0.9	0.7
300	Suffolk Bancorp	37.99	11,397.00	20.80	6,240.00	0.4	0.0
200	WSFS Financial Corp.	65.09	13,017.70	77.53	15,506.00	1.1	0.6
650	Willis Group Holdings PLC	29.34	19,071.20	44.81	29,126.50	2.0	2.5
			214,477.94		250,519.10	17.2	1.7
Information Technology							
250	ACI Worldwide, Inc.	54.95	13,736.42	65.00	16,250.00	1.1	0.0
1,025	Avid Technology Inc.	11.91	12,209.01	8.15	8,353.75	0.6	0.0
1,800	CA Technologies	25.80	46,442.28	33.65	60,570.00	4.2	3.0
1,675	Cisco Systems Inc.	19.07	31,946.46	22.43	37,570.25	2.6	3.0
1,100	CoreLogic Inc.	16.97	18,661.68	35.53	39,083.00	2.7	0.0
2,000	Global Cash Access Hldgs Inc.	2.86	5,716.42	9.99	19,980.00	1.4	0.0
850	Imation Corp.	8.20	6,970.68	4.68	3,978.00	0.3	0.0
534	Lam Research Corp.	20.75	11,081.77	54.45	29,076.30	2.0	0.0
481	Leidos Holdings, Inc.	38.41	18,475.55	46.49	22,361.69	1.5	2.8
1,950	Mentor Graphics Corp.	10.08	19,656.34	24.07	46,936.50	3.2	0.7
425	Qualcomm Inc.	39.45	16,764.80	74.25	31,556.25	2.2	1.9
19,875	Quantum Corp.	1.79	35,615.50	1.20	23,850.00	1.6	0.0
850	QuinStreet, Inc.	8.24	7,002.56	8.69	7,386.50	0.5	0.0
275	Science Applications International Corp.	30.38	8,354.49	33.07	9,094.25	0.6	3.4
2,000	Symantec Corp.	16.40	32,806.60	23.58	47,160.00	3.2	2.5
775	Tibco Software Inc.	7.02	5,438.58	22.48	17,422.00	1.2	0.0
3,275	Vasco Data Security International	8.00	26,206.67	7.73	25,315.75	1.7	0.0
			317,085.81		445,944.24	30.7	1.3
Utilities							
375	National Fuel Gas Co.	48.69	18,259.80	71.40	26,775.00	1.8	2.1
			18,259.80		26,775.00	1.8	2.1
COMMON STOCK Total			949,671.45		1,308,808.59	90.0	1.2
CASH AND EQUIVALENTS							
Dividend Accrual			930.38		930.38	0.1	0.0

Walton E. and Mary T. Burdick Family
Foundation

06-6379689

Part XV **Supplementary Information**

3 Grants and Contributions Paid During the Year (Continuation)

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
Childrens Cancer Fund P.O. Box 658 Millwood, NY 10546		PC	General Support	200.
Cornell University Willard Straight Hall Mailbox 86 Ithaca, NY 14853		PC	General Support	4,250.
Friends of John Jay Homestead 400 Jay Street Katonah, NY 10536		PC	General Support	150.
Friends of Karen Inc. 118 Titicus Road North Salem, NY 10560		PC	General Support	100.
Greenwich Academy 200 N. Maple Ave. Greenwich, CT 06830		PC	General Support	10,450.
Guadalupe Center, Inc. Hope Circle Immokalee, FL 34142		PC	General Support	500.
Hancock Point Library Association 661 Eastside Road Hancock, ME 04640		PC	General Support	750.
Hospice of Naples dba Avow Hospice, Inc. 1095 Whipporwill Lane Naples, FL 34105		PC	General Support	300.
Leukemia & Lumphoma Society 1311 Mamaroneck Ave., Ste. 310 White Plains, NY 10605		PC	General Support	2,500.
Metropolitan Museum of Art 1000 Fifth Avenue New York, NY 10028		PC	General Support	600.
Total from continuation sheets				37,550.

Walton E. and Mary T. Burdick Family
Foundation

06-6379689

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
Northern Ireland Childrens Enterprise, Inc. (N.I.C.E.) P.O. Box 802 Putnam Valley, NY 10520		PC	General Support	250.
Northern Westchester Hospital 400 E. Main St. Mt Kisco, NY 10549		PC	General Support	3,000.
Rippowam Cisque School W. Patent Rd. Mt Kisco, NY 10549		PC	General Support	3,500.
St. Agnes Chapel 625 111th Ave. Naples, FL 34108		PC	General Support	1,600.
St. Georges School 372 Purgatory Road Middletown, RI 02842		PC	General Support	7,000.
St. John & St. Mary Church 15 Saint Johns Place Chappaqua, NY 10514		PC	General Support	300.
St. John the Evangelist 21 S. 13th Street Philadelphia, PA 19107		PC	General Support	2,100.
Total from continuation sheets				